

## WESCAN ENERGY CORP.

### MANAGEMENT'S DISCUSSION AND ANALYSIS

This Management's Discussion and Analysis ("MD&A") of the consolidated financial condition and results of operations of WesCan Energy Corp. ("WesCan" or the "Company") dated September 11, 2020, which includes its subsidiaries, is for the three and twelve months ended March 31, 2020. For a full understanding of the financial condition and results of operations of the Company, the MD&A should be read in conjunction with the Company's audited consolidated financial statements at March 31, 2020 together with the documents filed on SEDAR, including historical financial statements and MD&A. These documents are available at [www.sedar.com](http://www.sedar.com).

### DESCRIPTION OF BUSINESS

WesCan is an evolving exploration and production company with a key objective of providing its shareholders with attractive, long term sustainability by developing and exploiting the Company's assets at east-central, Alberta in a financially disciplined manner and by acquiring and consolidating additional oil and gas assets that are analogous to its infrastructure and focus area(s). WesCan's assets are comprised of 100% operated, oil-weighted properties characterized by multi-zone oil reservoirs with low declines that include a number of low risk, multi-lateral horizontal development drilling locations. WesCan continues to pursue and evaluate strategic acquisitions with synergistic characteristics of long life producing assets and opportunities with low risk, upside potential.

	FY-2020	FY-2019	FY-2018
<b>Financial (\$ except per share amount)</b>			
Petroleum and natural gas revenue	1,411,335	1,870,806	1,713,363
Cash flow (deficiency) from operations (1)	(350,058)	(73,330)	(18,399)
Cash flow per share - basic and diluted (1)	(0.01)	-	-
Net income (loss) for the year	(2,948,172)	(592,380)	(628,803)
Net income (loss) per share - basic and diluted	(0.09)	(0.02)	(0.02)
Working capital deficit	(1,528,545)	(1,108,539)	(1,449,767)
Total assets	4,403,059	6,956,490	7,195,265
Total shares outstanding at year end	31,359,658	31,359,658	31,359,658
<b>Operations</b>			
<b>Production</b>			
Oil and NGL (Bopd)	69	92	86
Gas (Mcf/d)	115	181	156
BOEd (6 Mcf=1 Bbl)	89	123	112
<b>Product Prices</b>			
Oil (\$/Bbl)	54.29	53.09	51.40
Gas (\$/Mcf)	1.54	1.37	1.93

(1) See Non-GAAP and Additional GAAP Measures in MD&A.

## RESULTS OF OPERATIONS

<b>PRODUCTION</b>	<b>Year ended March 31</b>		
	<b>2020</b>	<b>2019</b>	<b>% Change</b>
Total BOE			
Oil & NGL (BBL/D)	69	92	(25)
<b>Natural Gas (MCF/D)</b>	<b>115</b>	<b>181</b>	<b>(36)</b>
Total (BOE/D)	88	123	(28)
Oil & NGL % of Production	78%	75%	

Oil and NGL production decreased 25% from 92 BBL/D in the year ended March 31, 2019 to 69 BBL/D in the year ended March 31, 2020. The decrease is a result of a combination of a decrease in commodities prices, routine field maintenance and workovers of four wells during the year. Associated natural gas production decreased 36% from 181 MCF/D in 2019 to 115 MCF/D in 2020. Oil and NGL production as a percentage of total production was 78%.

<b>PRICES</b>	<b>Year ended March 31</b>		
	<b>2020</b>	<b>2019</b>	<b>% Change</b>
<b>Average Benchmark Prices:</b>			
WTI crude oil (US\$/BBL)	46.75	63.09	(26)
US\$/CDN\$ exchange rate	0.75	0.76	(1)
Bow River crude oil (CDN\$/BBL)	31.63	53.48	(41)
AECO daily spot (\$/GJ)	1.75	1.78	(2)
<b>Average Realized Prices:</b>			
Light and medium oil (\$/BBL)	54.29	53.09	2
Natural gas (\$/MCF)	1.54	1.31	18
Average price (\$/BOE)	43.8	41.83	5

WTI crude traded down 26% from an average price of \$63.09 (US\$/BBL) during 2019 to an average price of \$46.75 (\$US/BBL) in 2020. Bow River crude traded down 41% from an average price of \$53.48 (\$CDN/BBL) in 2019 to an average price of \$31.63 (\$CDN/BBL) during 2020. The average realized price for AECO natural gas decreased 2% from \$1.78/MCF in 2019 to an average price of \$1.75/MCF in 2020.

**REVENUE**

	Year ended March 31		
	2020	2019	% Change
Oil & NGL Sales (\$)	1,346,757	1,779,940	(24)
Natural Gas Sales (\$)	64,578	90,866	(29)
Oil & Natural Gas Sales (\$)	1,411,335	1,870,806	(25)

Decrease in WTI crude from an average price of \$63.09 (US\$/BBL) during 2019 to an average price of \$46.75 (US\$/BBL) in 2020 coupled with reduced oil production resulted in a 24% decrease in oil and NGL sales. The realized price for an MCF of natural gas was \$1.31 in 2019. The realized price for an MCF of natural gas for the same period in 2020 was \$1.54.

**ROYALTIES**

	Year ended March 31		
(\$ except BOE)	2020	2019	% Change
Crown Royalties	(2,598)	12,215	(121)
Freehold Royalties	128,693	179,197	(28)
Royalty Expense	126,095	191,412	(34)
Royalty Expense as a % of Sales	9%	10%	
Royalty Expense per BOE	4	4	

There was 34% decrease in total royalty expense from \$191,412 in the year ended March 31, 2019 to \$126,095 for the same period in 2020 due to Crown royalty allowable cost deduction credit. Royalties as a percentage of revenues remain low at approximately 9% in 2020.

**OPERATING EXPENSE**

	Year ended March 31		
(\$ except BOE)	2020	2019	% Change
Operating costs	1,066,058	1,227,165	(13)
Operating costs as a % of Sales	76%	66%	
Operating costs per BOE	44	27	

IFRS rules require that the cost to re-enter or workover existing wells are to be expensed and not capitalized into property plant and equipment. During the year ended March 31, 2020, the Company expended \$205,131 working over four wells (2019 - \$296,293) on its core property. The decreased in revenue from prior year caused the percentage of operating expenses to revenues to move from 66% to 76% during the current period.

#### **GENERAL AND ADMINISTRATIVE EXPENSE ("G&A")**

(\$ except BOE)	Year ended March 31		% Change
	2020	2019	
Gross G&A	569,539	526,200	8
Capitalized G&A	-	-	-
Net G&A expense	569,539	526,200	8
Net G&A expense per BOE	18	12	

Overhead cost increases resulted in a 8% increase in G&A expenses from 2019 to 2020. The Company does not capitalize any G&A expenses.

#### **INTEREST AND FINANCE EXPENSE**

Interest expense is generated entirely by the interest payable on the convertible loans outstanding. The Company has no bank debt.

#### **NETBACKS**

(\$ / BOE)	Year ended March 31		
	2020	2019	% Change
Oil and Natural Gas Sales	43.80	41.83	5
Royalties	(3.91)	(4.28)	(9)
Operating costs	(33.09)	(27.38)	21
Operating Netback	6.80	10.17	(33)

Operating netbacks per BOE were down from \$10.17/BOE in 2019 to \$6.80/BOE in 2020 due to combination of decreased commodities prices, well workovers and field-related maintenance programs.

## DEPLETION, DEPRECIATION AND ACCRETION

(\$ except BOE)	Year ended March 31		%
	2020	2019	Change
Depletion	395,116	435,255	
Depreciation	1,625	44,303	
Accretion	33,046	32,800	
DD&A	429,787	512,358	(16)
DD&A per BOE	13	11	

## IMPAIRMENT

Impairment is recognized when the carrying value of an asset or group of assets exceeds its recoverable amount, defined as the higher of its value in use or fair value less costs of disposal. Any asset impairment that is recorded is recoverable to its original value less any associated DD&A expense should there be indicators that the recoverable amount of the asset has increased in value since the time of recording the initial impairment.

As at March 31, 2020, the Company evaluated its developed and producing (“D&P”) assets on a Cash Generating Unit basis for indicators of any potential impairment or related recovery. As a result of this assessment, indicators of impairment were identified and therefore the Company recorded an impairment charge against the oil and gas properties in the amount of \$2,166,974 to write-down the property costs to the estimated recoverable amount of \$3,936,317 at March 31, 2020. The impairment resulted from a material decline in forward benchmark prices for crude oil and gas during the year. The recoverable amount of the CGU was determined as the fair value less cost to sell (“FVLCS”) using a discounted cash flow method based on the 2020 year-end reserves report prepared by an independent engineer using an after-tax discount rate of 10% for proved and probable reserves. The fair value measurement of the Company’s oil and gas properties is designated Level 3 on the fair value hierarchy.

## FUNDS FROM OPERATIONS

(\$ except per share amount)	Year ended March 31	
	2020	2019
Cash flow from (used in) operating activities	(30,268)	(75,692)
Changes in non-cash working capital	(319,790)	2,362
Funds from operations	(350,058)	(73,330)
Per share - basic / diluted	(0.01)	(0.00)

**CAPITAL EXPENDITURES**

	Year ended March 31		
	2020	2019	% Change
Acquisition of oil and gas assets	-	-	
Expenditures on E&E assets	-	-	
Total capital expenditures	-	-	

The Company did not incur any capital expenditures during the years ended March 31, 2020 or 2019.

**DECOMMISSIONING LIABILITIES**

(\$)	March 31	March 31
	2020	2019
Balance, beginning of the year	1,686,034	1,579,962
Accretion	33,046	32,800
Change in estimates	268,160	73,272
Balance, end of year	1,987,240	1,686,034
Less: current portion	(125,793)	(60,448)
Long-term portion	1,861,447	1,625,586

## OUTSTANDING SHARE DATA

The Company is authorized to issue an unlimited number of common shares and an unlimited number of preferred shares. At March 31, 2020 and the date of this MD&A, the Company's issued share capital and the outstanding securities that are convertible into or exercisable or exchangeable for any voting or equity securities of the Company are as follows:

Common shares	<b>31,359,658</b>
Stock Options	<b>Nil</b>
Warrants	<b>Nil</b>

During the year, a total of 6,740,167 warrants expired on March 8, 2020.

## RELATED PARTY TRANSACTIONS AND BALANCES

Related party transactions and balances entered into during the years ended March 31, 2020 and 2019 not disclosed elsewhere in these consolidated financial statements are as follows:

	March 31, 2020	March 31, 2019
	\$	\$
Short-term employee benefits:		
Management salaries	185,000	185,000
Total	<b>185,000</b>	<b>185,000</b>

### Payable to related parties

Balances due to related parties consists of amounts owing to officers, directors (or to persons related to them or companies controlled by them) for services, travel expenses, and advances. These amounts are non-interest bearing, unsecured and due on demand, unless otherwise noted.

	March 31, 2020	March 31, 2019
	\$	\$
Related party payable for services	<b>211,427</b>	<b>213,366</b>

## **CAPITAL RESOURCES AND LIQUIDITY**

WesCan's major source of liquidity has been the issuance of equity capital. The Company obtains equity capital financings from private placement offerings of shares and share purchase warrants and the exercise of share purchase warrants and stock options. The Company conducts private placement equity financings from time-to-time, based on cash flow needs and subject to investor interest.

In order to continue as a going concern and meet the Company commitments and current obligations, the Company will require additional equity financing(s) during the next twelve months. At March 31, 2020, the Company's working capital deficiency was \$1,528,545 (March 31, 2019 - \$1,108,539).

Additional equity financing(s) will be required in order to carry out the exploration and development necessary to achieve a self-sustaining level of production, revenue, cashflow and to further achieve our oil and gas business objectives. There is no assurance that the Company will be successful in obtaining any such financing.

The Company has traditionally supplemented equity financing from time to time by obtaining loans from third parties. These were used to provide interim, short-term financings to meet day-to-day cash flow requirements and are not intended to be a long-term source of capital. At March 31, 2020, the Company has convertible loans owing to unrelated parties in the amount of \$693,143 including accrued interest. These loans are due on demand and bear interest of up to 10% per annum. They are unsecured and have no fixed re-payment terms and may be convertible into equity at the option of both the Company and its Lenders. As a result, the Company is unable to estimate the allocation of value between the debt and the equity component, therefore, no value is ascribed to the equity component on the convertible aspect of these loans.

Our ability to obtain financing is sensitive to economic factors and beyond the control of management. Declines in the Canadian dollar, commodities prices, changes in interest rates and the continued economic concerns or disruptions could significantly affect our ability to obtain adequate financing.

The Company had no long-term debt or long-term financial liabilities outstanding at March 31, 2020.



## SUMMARY OF QUARTERLY INFORMATION

Quarters ended	2020				2019			
	Q4	Q3	Q2	Q1	Q4	Q3	Q2	Q1
<b>OPERATING</b>								
Average daily production								
Oil & NGL (BBL/D)	64	64	76	73	92	92	103	83
Natural gas ((MCF/D)	106	89	159	104	181	240	206	151
Total BOE (BOE/D)	82	79	103	90	123	132	137	108
Average sales price								
Oil (\$/BBL)	35.92	52.96	59.40	66.13	55.47	52.44	63.47	64.85
Natural gas (\$/MCF)	2.03	2.53	0.95	1.13	1.5	1.36	1.2	0.97
Total (\$/BOE)	30.38	45.19	44.57	53.74	47.39	40.51	48.97	49.68
Operating netback (\$/BOE)								
Oil & gas sales	30.38	45.19	44.57	53.74	47.39	23.3	48.88	49.68
Royalty expense	2.37	4.07	4.59	4.38	5.29	3.1	3.65	5.49
Operating expense	32.63	34.5	29.71	36.14	34.33	29.42	20.67	27.39
Netback	(4.62)	6.62	10.27	13.22	7.77	(9.22)	24.56	16.80
<b>FINANCIAL</b>								
Oil & gas sales	223,360	326,376	421,211	440,388	442,920	283,808	618,055	526,023
Funds from operations	(246,489)	(61,849)	(38,056)	(3,364)	(102,285)	(211,826)	172,219	68,562
Per share - Basic/Diluted	(0.01)	(0.00)	(0.00)	(0.00)	-	(0.09)	0.01	-
Cash flow from (used in)	(122,395)	(8,741)	(17,958)	118,823	(212,029)	(43,904)	243,145	(62,904)
Per share – Basic/Diluted	(0.00)	(0.00)	(0.00)	(0.00)	-	-	(0.01)	-
Net Income (loss)	(2,481,162)	(157,581)	(180,598)	(128,831)	(232,776)	(312,854)	4,755	(87,308)
Per share – Basic/Diluted	(0.08)	(0.01)	(0.01)	(0.00)	(0.01)	(0.01)	-	-
Capital expenditures	-	-	-	-	-	-	-	-
Total Assets	4,403,059	6,518,485	6,646,009	6,788,190	6,956,489	7,017,903	7,301,612	7,333,417
Working capital (deficiency)	(1,528,545)	(1,241,893)	(1,167,636)	(1,120,740)	(1,108,539)	(1,009,234)	(804,269)	(996,676)
Shareholders' Equity	547,950	3,029,112	3,186,693	3,367,291	3,496,122	3,692,097	3,998,450	3,970,943
Shares Outstanding	31,359,658	31,359,658	31,359,658	31,359,658	31,359,658	31,359,658	31,359,658	31,359,658

The most important trend over the last eight quarters has been the decrease in the price of oil from a high of \$64.85/BBL on Q1 of 2019 to a low of \$35.92/BBL in Q1 of 2020. The price of natural gas from a low of \$0.97/MCF in Q1 2019, increased to \$2.53/MCF in Q3 2019. Netbacks per BOE were down to -\$4.61 in Q1 of 2020 from \$24.56 in Q2 of 2019 were due to a combination of lower commodity prices and higher operating costs.

**CRITICAL ACCOUNTING ESTIMATES**

The preparation of the Company's consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting year. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Areas requiring a significant degree of estimation and judgment relate to the determination of the recoverability of the carrying value of exploration and evaluation assets, estimates of oil and natural gas reserves, fair value measurements for financial instruments and share-based payments and other equity-based payments, the recognition and valuation of provisions for restoration and environmental liabilities, provision for doubtful accounts, and the recoverability and measurement of deferred tax assets and liabilities. Actual results may differ from those estimates and judgments.

Management relies on the estimate of reserves as prepared by the Company's independent qualified reserves evaluator. The process of estimating reserves is critical to several accounting estimates. The process of estimating reserves is complex and requires significant judgments and decisions based on available geological, geophysical, engineering and economic data. These estimates may change substantially as additional data from ongoing development and production activities becomes available and as economic conditions impact crude oil and natural gas prices, operating expense, royalty burden changes, and future development costs charges. Reserve estimates impact net income through depreciation and impairment of petroleum and natural gas properties. Revision or changes in the reserve estimates can have either a positive or a negative impact on net income of the Company.

### ***RESERVES ESTIMATES***

Commercial petroleum reserves are determined based on estimates of petroleum-in-place, recovery factors and future oil and natural gas prices and costs. WesCan engages an independent qualified reserve evaluator to evaluate all of the Company's oil and natural gas reserves at each year-end.

Reserve adjustments are made annually based on actual oil and natural gas volumes produced, the results from capital programs, revisions to previous estimates, new discoveries and acquisitions and dispositions made during the year and the effect of changes in forecast future crude oil and natural gas prices. There are a number of estimates and assumptions that affect the process of evaluating reserves.

Proved reserves are the estimated quantities of crude oil, natural gas and natural gas liquids determined to be economically recoverable under existing economic and operating conditions with a high degree of certainty (at least 90 percent) those quantities will be exceeded. Proved plus probable reserves are the estimated quantities of crude oil, natural gas and natural gas liquids determined to be economically recoverable under existing economic and operating conditions with a 50 percent certainty those quantities will be exceeded. WesCan reports production and reserve quantities in accordance with Canadian practices and specifically in accordance with "Standards of Disclosure for Oil and Gas Activities" ("NI 51-101").

The estimate of proved plus probable reserves is an essential part of the depletion calculation, the impairment test and hence the recorded amount of oil and gas assets. WesCan cautions users of this information that the process of estimating crude oil and natural gas reserves is subject to a level of uncertainty. The reserves are based on current and forecast economic and operating conditions therefore, changes can be made to future assessments as a result of a number of factors, which can include commodity prices, new technology, changing economic conditions, and future reservoir performance and forecast development activity.

## **Recoverability of Asset Carrying Values**

WesCan assesses its property, plant and equipment (“PP&E”) for impairment by comparing the carrying amount to the recoverable amount of the underlying assets. The determination of the recoverable amount involves estimating the higher of an asset’s fair value less costs to sell or its value-in-use, the latter of which is based on its discounted future cash flows using an applicable discount rate. Future cash flows are calculated based on estimates of future commodity prices and inflation and are discounted based on Management’s current assessment of market conditions.

## **Recoverability of Exploration and Evaluation Assets**

Exploration and evaluation (“E&E”) assets are assessed for impairment by comparing the carrying amount to the recoverable amount. The assessment of the recoverable amount involves a number of assumptions, including the timing, likelihood and amount of commercial production, further resource assessment plans, and future revenue and costs expected from the asset, if any.

## **DECOMMISSIONING LIABILITIES**

Decommissioning liabilities are the present value of management's estimate of future costs to be incurred to properly abandon and reclaim the Company's properties. Accretion expense is the increase in the decommissioning liabilities resulting from the passage of time. Decommissioning liabilities increased to \$1,987,240 as at March 31, 2020 from \$1,686,034 as at March 31, 2019.

## **ASSET RETIREMENT OBLIGATIONS**

WesCan recognizes a provision for future abandonment activities in the consolidated financial statements at the net present value, discounted at the risk-free rate, of the estimated future expenditures required to settle the estimated obligation at the balance sheet date. The measurement of the asset retirement obligation (“ARO”) involves the use of estimates and assumptions including the discount rate, the amount and expected timing of future abandonment costs and the inflation rate related thereto. The estimates were made by Management considering current costs, technology and enacted legislation.

## ***FINANCIAL INSTRUMENT RISK***

Significant sources of financial instrument risk are detailed as follows:

### **Interest Rate Risk**

Interest rates applicable on the loans payable are fixed and accordingly are not subject to interest rate volatility during the year.

## Currency Risk

The Company currently generates revenue from a natural gas well in the USA. Changes in the U.S. denominated value of the Canadian dollar could not impact the Canadian dollar cost of meeting any future obligations under that prospect and will affect the Canadian dollar-denominated value of natural gas production.

The Company is exposed to foreign currency risk on its U.S dollar denominated assets and financial liabilities. At March 31, 2020 the Canadian dollar cost of paying the Company's US dollar denominated liabilities and property payment commitments would have no material impact with a 1% increase in the value of the US dollar relative to the Canadian dollar.

## Commodity Price Risk

The Company is exposed to material oil and gas commodity price risks. A relative decrease in the price of oil and gas would reduce the Company's cashflows, reduce the realizable market value of the Company's oil and gas assets, reduce the Company's economic reserves, and make it more difficult for the Company to raise the equity capital required to meet its commitments and carry out its development-stage business plans. The Company sells its production on the spot market. Management has assessed that the Company's degree of exposure to commodity price risk is material, however, it remains consistent with our development-stage oil and gas operations.

## Liquidity Risk

The Company faces material liquidity risk in that it has \$1,867,869 in accounts payables and payable to trade and un-related parties at March 31, 2020 and insufficient cash on hand to satisfy those debts should they be demanded. The Company is seeking equity financing(s) in order to obtain additional liquidity to mitigate and resolve this risk.

## ***IMPACT OF COVID-19***

In March 2020, the World Health Organization declared a world-wide pandemic resulting from the coronavirus (COVID-19) outbreak. As the disease rapidly spread across the globe, many countries have required companies to limit or suspend business operations, implemented travel restrictions, and ordered individuals to stay at home. These measures have materially impacted the demand for the Company's oil and gas products. The current lack of global demand combined with over-supply of oil has resulted in a significant decrease in spot and forward oil prices.

The Company makes significant estimates related to reserves that could be materially impacted by a sustained decrease in prices of our products. To estimate the economically recoverable crude oil reserves and related future net cash flows, management incorporates many factors and assumptions including the expected reserve characteristics, future commodity prices and costs and assumed effects of regulation by governmental agencies. Reserves are used to calculate the depletion of the capitalized petroleum properties and for impairment purposes. If the lower commodity prices continue for a sustained period,

our expectations of future commodity prices could lower the value of our reserves and result in material impairments of our long-term assets.

The COVID-19 pandemic is rapidly evolving, and its ultimate impact on our business is uncertain. At this point, management cannot reasonably estimate the duration, complexity, or severity of this pandemic, which could have a material adverse impact on the Company's business, results of operations, financial position and cash flows.

## ***OUTLOOK***

Management continues to focus its attention on the future development and exploitation of our core property and is confident that the underlying reserves will capture the future growth potential of the property. With the on-going focus of identifying low cost optimization projects and the re-activation of shut-in wells, such efforts will continue to increase the Company's cashflow while providing attractive payouts and return on capital.

In addition, Management is currently reviewing the geological and reservoir engineering evaluations for a number of new development drilling opportunities that exist on the Company's property. While the Company continues to further examine the overall potential of the project, management remains perceptive and vigilant of the international markets and the domestic commodity pricing environment. Such influences continue to be prudently reviewed and evaluated prior to any significant capital expenditure with the objective of preserving our reserves and obtaining more favorable pricing for our resources.