#### Introduction

This Management's Discussion and Analysis ("MD&A") is dated February 28, 2018 unless otherwise indicated and should be read in conjunction with the unaudited consolidated condensed interim financial statements of GreenPower Motor Company Inc. ("GreenPower", "the Company", "we", "our" or "us") for the nine month period ended December 31, 2017 and 2016 and the related notes. This MD&A was written to comply with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. Results are reported in US dollars, unless otherwise noted. In the opinion of management, all adjustments (which consist only of normal recurring adjustments) considered necessary for a fair presentation have been included. The results presented for the nine month period ended December 31, 2017, are not necessarily indicative of the results that may be expected for any future period. The financial statements are prepared in compliance with International Financial Reporting Standards.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of the Company's common shares; or (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) if it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board of Directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Further information about the Company and its operations can be obtained from the offices of the Company or from <u>www.sedar.com</u>.

#### **Cautionary Note Regarding Forward-Looking Information**

Certain statements contained in the following MD&A constitute forward-looking statements. Such forward looking statements involve a number of known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements.

#### **Description of Business**

GreenPower Motor Company Inc. develops electric-powered vehicles for commercial markets. GreenPower offers a range of electric powered buses deploying electric drive and battery technologies with a lightweight chassis and low floor or high floor body. GreenPower's bus is based on a flexible clean sheet design and utilizes a custom battery management system and a proprietary Flex Power system for the drive motors. GreenPower integrates global suppliers for key components such as Siemens for the two drive motors, Knorr for the brakes, ZF for the axles and Parker for the dash and control systems. This OEM platform allows GreenPower to meet the specifications of various operators while providing standard parts for ease of maintenance and accessibility for warranty requirements. For further information go to www.greenpowerbus.com.

GreenPower's suite of products includes a range of all-electric low floor transit style buses from 9 meters (30 feet) to 13.5 meters (45 feet), all-electric high floor school bus or shuttle bus configurations, a 13.5 meter (45 feet) all-electric double decker, and the 7.5 meter EV-Star minibus.

### Operations

As at December 31, 2017, the Company had:

- Three EV350's, an EV school bus and an EV550 and charging stations classified as equipment on the balance sheet totaling \$2,250,821.
- Work in process inventory and production supplies representing EV350's, EV250, Synapse 72 school buses and EV Star's totaling \$2,813,967 and;
- Finished goods inventory representing charging stations, an EV550 and an EV250 totaling \$1,114,841.

### Trends

The Company does not know of any trends, commitments, events, or uncertainty that are expected to have a material effect on the Company's business, financial condition, or results of operations other than as disclosed herein under "Risk Factors" and the paragraph below.

### **Results of Operations**

#### For the three month period ended December 31, 2017 and 2016

The Company had a consolidated net loss of \$1,081,095 for the three months ended December 31, 2017, including revenues of \$20,453 which related to income generated from the lease of the EV550. Operating costs for the period amounted to \$1,101,548 and consists of administrative fees of \$287,603 relating to salaries, project management, accounting, and administrative services; transportation costs of \$50,804 which related to the use of trucks, trailers, contractors as well as other operational costs needed to transport company products around North America; travel, accommodation, meals and entertainment costs of \$81,106 related to travel for project management, demonstration of company products, and trade shows; product development costs of \$98,459; sales and marketing costs of \$96,662; interest and accretion on the convertible debentures and promissory note of \$194,562; professional fees of \$30,264 consisting of legal and audit fees; as well as \$70,608 of share-based compensation expense and depreciation of \$138,639. The remaining operating costs of the period amounted to approximately \$52,841 in general corporate expenses.

The consolidated total comprehensive loss for the period was impacted by \$2,033 of other comprehensive loss as a result of the translation of the entities with a different functional currency than presentation currency and the write down of exploration and evaluation assets in the amount of \$28,817.

The Company had a consolidated net loss of \$684,822 for the three months ended December 31, 2016, and consists of administrative fees of \$169,123 relating to salaries, project management, accounting, and administrative services; transportation costs of \$59,029 which related to the use of trucks, trailers, contractors as well as other operational costs needed to transport company products around North America; travel, accommodation, meals and entertainment costs of \$120,894 related to travel for project management, demonstration of company products, and trade shows; product development costs of \$84,766; sales and marketing costs of \$53,546; interest and accretion on the convertible debentures and promissory note of \$24,421; professional fees of \$10,287 consisting of legal and audit fees; as well as \$98,155 of share-based compensation expense and depreciation of \$26,781. The remaining operating costs of the period amounted to approximately \$37,820 in general corporate expenses.

The consolidated total comprehensive loss for the period was impacted by \$6,156 of other comprehensive gain as a result of the translation of the entities with a different functional currency than presentation currency.

### **Results of Operations (continued)**

### For the nine month period ended December 31, 2017 and 2016

The Company had a consolidated net loss of \$3,410,382 for the nine months ended December 31, 2017, including revenues of \$80,166 which related to income generated from the lease of the EV550. Operating costs consisted of administrative fees of \$839,366 relating to salaries, project management, accounting, and administrative services; transportation costs of \$172,646 which related to the use of trucks, trailers, contractors as well as other operational costs needed to transport company products around North America; travel, accommodation, meals and entertainment costs of \$308,727 related to travel for project management, demonstration of company products, and trade shows; product development costs of \$303,399; sales and marketing costs of \$277,297; interest and accretion on the convertible debentures and promissory note of \$345,948; professional fees of \$87,664 consisting of legal and audit fees; as well as \$677,275 of share-based compensation expense and depreciation of \$398,569. The remaining operating costs of the period amounted to approximately \$79,657 in general corporate expenses.

The consolidated total comprehensive loss for the period was impacted by \$4,962 of other comprehensive loss as a result of the translation of the entities with a different functional currency than presentation currency.

The Company had a consolidated net loss of \$1,924,425 for the nine months ended December 31, 2016, and consists of administrative fees of \$362,564 relating to salaries, project management, accounting, and administrative services; transportation costs of \$226,460 which related to the use of trucks, trailers, contractors as well as other operational costs needed to transport company products around North America; travel, accommodation, meals and entertainment costs of \$346,896 related to travel for project management, demonstration of company products, and trade shows; product development costs of \$241,566; sales and marketing costs of \$186,574; interest and accretion on the convertible debentures and promissory note of \$69,830; professional fees of \$72,824 consisting of legal and audit fees; as well as \$241,988 of share-based compensation expense and depreciation of \$80,455. The remaining operating costs of the period amounted to approximately \$95,268 in general corporate expenses.

The consolidated total comprehensive loss for the period was impacted by \$5,228 of other comprehensive gain as a result of the translation of the entities with a different functional currency than presentation currency and and the write down of exploration and evaluation assets in the amount of \$28,817.

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# Summary of Quarterly Cash Flow

	Three Months Ended						
	Dec	ember 31,	Se	ptember 30,		June 30,	March 31,
		2017		2017		2017	2017
Cash flow used in operating activities before changes in non-cash working capital items	\$	667,063	\$	780,119	\$	689,290	\$ 614,426

	Three Months Ended						
	Decemb	er 31,	Sept	ember 30,		June 30,	March 31,
		2016		2016		2016	2016
Cash flow used in operating activities before changes in non-cash working capital items	\$ 53 <sup>.</sup>	1,617	\$	533,584	\$	484,843	\$ 410,787

### Selected Quarterly Information

The quarterly results have been restated to reflect accounting policies consistent with IFRS. A summary of selected information for each of the quarters presented below is as follows:

	Three Months Ended						
	D	ecember 31,	Se	eptember 30,		June 30,	March 31,
		2017		2017		2017	2017
Financial results							
Revenues	\$	20,453	\$	30,948	\$	28,765	\$ -
Net loss for the period		(1,081,095)		(1,001,066)		(1,328,221)	(888,792)
Basic and diluted loss per share <sup>(1)</sup>		(0.01)		(0.01)		(0.01)	(0.01)
Balance sheet data							
Working capital (deficiency)		2,056,090		1,158,588		901,578	(111)
Total assets		6,952,374		6,222,668		5,387,123	4,519,597
Shareholders' equity		1,877,410		1,935,286		2,174,280	2,177,227

(1) Based upon the weighted average number of shares issued and outstanding for the period.

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# Selected Quarterly Information (continued)

	Three Months Ended					
	December 31,	September 30,	June 30,	March 31,		
	2016	2016	2016	2016		
Financial results						
Revenues	\$-	\$-	\$-	\$-		
Net loss for the period	(684,822)	(654,421)	(585,182)	(468,532)		
Basic and diluted loss per share <sup>(1)</sup>	(0.01)	(0.01)	(0.01)	(0.01)		
Balance sheet data						
Working capital	2,636,798	1,310,830	1,741,941	1,902,053		
Total assets	5,014,361	3,990,166	3,681,536	3,948,245		
Shareholders' equity	2,841,573	1,511,587	1,918,512	2,049,162		

(1) Based upon the weighted average number of shared issued and outstanding for the period.

# Liquidity

At December 31, 2017, the Company had a cash balance of \$126,797 and working capital of \$2,056,090. The Company manages its capital structure and makes adjustments to it, based on available funds to the Company. The Company will continue to rely on additional financings and the sale of its inventory to further its operations and meet its capital requirements to manufacture EV vehicles, complete the Altoona test, initiate construction of the manufacturing facility, and further develop its sales and marketing, engineering, and technical resources.

### Capital Resources

### Period ended December 31, 2017 and up to the date of this report

Authorized: Unlimited number of common shares without par value Authorized: Unlimited number of preferred shares without par value

In May 2017, the Company announced the closing of a private placement, which raised gross proceeds of CDN\$2,150,000 (USD\$1,578,500) through the issuance of convertible debentures (the "May 2017 Debentures").

The terms of the May 2017 Debentures include:

- the May 2017 Debentures mature four years after issuance (the "Maturity Date"), and the principal amount of the May 2017 Debentures, together with accrued and any unpaid interest, will be payable on the Maturity Date;
- the May 2017 Debentures bear interest ("Interest") at the greater of 8% per annum or BMO bank prime rate of lending plus 2.5% per annum, which Interest will be payable monthly;
- the principal amount of the Debentures is convertible into common shares of the Company at a price of CDN\$0.65 per share at any time, until the Maturity Date;
- the Company may, at any time after the second anniversary of the issuance date and prior to the Maturity Date, repay the principal amount and any accrued and unpaid Interest of the May 2017 Debentures.

Pursuant to the debenture financing, the Company issued 3,306,700 non-transferrable common share purchase warrants (Note 8), with each warrant exercisable into one Share for a period of three years at an exercise price of CDN\$0.75 per Share, subject to adjustment.

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### **Capital Resources (Continued)**

In September 2017, the Company announced the closing of a private placement, which raised gross proceeds of CDN\$1,476,000 (USD1,176,474) through the issuance of convertible debentures ( the "September 2017 Debentures").

The terms of the September 2017 Debentures include:

- The September 2017 Debentures mature four years after the issuance (the "Maturity Date"), and the principal amount of the Debentures, together with accrued and any unpaid interest will be payable on the Maturity Date;
- The September 2017 Debentures bear interest ("Interest") at the greater of 8% per annum or BMO bank prime rate of lending plus 2.5% per annum, which Interest will be payable monthly in cash;
- The principal amount of the September 2017 Debentures is convertible into common shares of the Company (each, a "Share") at a price of \$0.40 per Share at any time until the Maturity Date; and
- the Company may, at any time after the second anniversary of the issuance date and prior to the Maturity Date, repay the principal amount and any accrued and unpaid Interest of the September 2017 Debentures.

Pursuant to the debenture financing, the Company issued 3,690,000 non-transferrable common share purchase warrants, with each warrant exercisable into one Share for a period of four years at an exercise price of CDN\$0.50 per Share, subject to adjustment.

In October 2017, the Company announced the closing of a private placement, which raised gross proceeds of CDN\$2,220,000 (USD1,777,900) through the issuance of convertible debentures (the "October 2017 Debentures").

The terms of the October 2017 Debentures include:

- the October 2017 Debentures mature four years after issuance (the "Maturity Date"), and the principal amount of the Debentures, together with accrued and any unpaid interest, will be payable on the Maturity Date;
- the October 2017 Debentures bear interest ("Interest") at the greater of 8% per annum or BMO bank prime rate of lending plus 2.5% per annum, which Interest will be payable monthly in cash;
- the principal amount of the October 2017 Debentures is convertible into common shares of the Company (each, a "Share") at a price of \$0.40 per Share at any time until the Maturity Date;
- the Company issued 5,550,000 non-transferrable common share purchase warrants (each, a "Warrant"), with each Warrant exercisable into one Share for a period of four years at an exercise price of \$0.50 per Share, subject to adjustment; and
- the Company may, at any time after the second anniversary of the issuance date and prior to the Maturity Date, repay the principal amount and any accrued and unpaid Interest of the October 2017 Debentures.

### **Capital Resources (Continued)**

On May 26, 2017, the Company granted:

- 1,037,500 options to Directors with an exercise price of CDN\$0.75 per share with a term of 5 years. The options fully vest on the grant date.
- 100,000 options to an advisor with an exercise price of CDN\$0.60 per share with a term of 3 years. The options fully vest on the grant date.
- 200,000 options to an employee with an exercise price of CDN\$0.60 per share which vest 25% after 4 months and then 25% after years 1, 2 & 3, and with a term of five years.
- 50,000 options to a consultant (IR provider) with an exercise price of CDN\$0.60 per share which vest 25% at the end of every 3 months for a period of twelve months and with a term of 3 years.

From time to time, the Company has obtained short term financing from companies affiliated with Directors of the Company.

On July 10, 2017, the Company granted 50,000 stock options to a consultant (IR provider). The options have an exercise price of CDN\$0.55 per share which vest 25% at the end of every 3 months for a period of twelve months and with a term of 3 years.

On December 18, 2017, the Company granted 260,000 stock options to employees and a consultant. The options have an exercise price of CDN\$0.45 per share which vest 25% after 4 months and then 25% after years 1, 2 & 3, and with a term of five years.

During the nine month period ended December 31, 2017, 995,000 stock options were exercised at prices between CDN\$0.25 – CDN\$0.40 per share for proceeds of CDN\$265,250 (USD\$191,239) and 25,000 options expired unexercised.

### **Investing Activities**

#### For the period ended December 31, 2017

See the Operations and Capital Resources sections above for a summary of the Company activities during the nine month period ended December 31, 2017.

The Company also deployed \$2,449,021 in inventory during the nine months ended December 31, 2017 including completing the manufacturing of the EV250, a second EV550, and investing over \$2,000,000 in the manufacturing of ten EV350's for the City of Porterville and six EV Star minibuses.

### **Off-Balance Sheet Arrangements**

As of the date of this filing, the Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of the Company including, without limitation, such considerations as liquidity and capital resources that have not previously been discussed.

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### **Related Party Transactions**

A summary of compensation for directors, officers and key management personnel is as follows:

	Nine Month Period Ended				
	December 31, 2017	December 31, 2016			
Salaries and benefits (1)	\$ 168,750	\$ 37,500			
Consulting fees (2)	198,000	128,400			
Accommodation (3)	52,966	7,113			
Truck and trailer rentals (4)	97,920	118,855			
Share-based payments (5)	533,031	106,967			
Total	\$ 1,050,667	\$ 398,835			

- 1) Salaries and benefits are included in Administrative fees on the Consolidated Condensed Interim Statements of Operations and Comprehensive Loss for each of the periods.
- 2) Consulting fees paid to the directors of the Company to provide accounting, management consulting and director services.
- Accommodation fees paid to Stage Coach Landing, Inc., a company that the Chairman of GreenPower is an officer and director. These costs are expensed on the Consolidated Condensed Interim Statements of Operations and Comprehensive Loss for the period.
- 4) Truck and trailer rental fees paid to Maple Leaf Equipment Aircraft and Recovery Inc., a company that the Chairman of GreenPower is an officer and director. These costs are included in Transportation costs on the Consolidated Condensed Interim Statements of Operations and Comprehensive Loss for each of the periods.
- 5) Amounts recognized for related party stock based compensation arising from the granting of stock options are included in Share-based payments on the Consolidated Condensed Interim Statements of Operations and Comprehensive Loss for each of the periods.

In December 2017, a company beneficially owned by the Chairman of the Company, loaned the Company CDN \$100,000 at a rate of 10% per annum with no fixed terms of repayment, secured by a promissory note.

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### **Critical Accounting Estimates**

The preparation of the financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates.

The financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods. Significant assumptions about the future that management has made that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

- the calculation of the fair value of stock options and warrants issued by the Company
- the impairment of exploration and evaluation costs
- the determination of the useful life of equipment
- the \$nil provision for income taxes which is included in the Consolidated Statements of Operations and recognition of deferred income tax assets and liabilities included in the Consolidated Statement of Financial Position at March 31, 2017.
- the allocation between debt and equity for the convertible debentures
- the Company's ability to continue as a going concern
- the net realizable value of inventory

### **Financial Instruments**

The Company's financial instruments, consisting of cash of \$126,797 and accounts payable and accrued liabilities approximate fair values due to the relatively short term maturities of the instruments. It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

As at December 31, 2017, the Company had working capital of \$2,056,090. The Company's continuing operations are dependent upon its ability to raise capital and generate cash flows from operations.

The Company has exposure to the following financial instrument related risks.

### Credit risk

The Company's exposure to credit risk is on its cash and accounts receivable. Cash consists of cash bank balances held in major Canadian and United States financial institutions with a high credit quality and therefore the Company is exposed to minimal risk.

### Liquidity risk

The Company ensures that there is sufficient capital in order to meet short-term business requirements, after taking into account the Company's holdings of cash. The Company's cash is invested in a bank and is available on demand. The Company will continue to rely on additional financings to further its operations and meet its capital requirements.

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### **Financial Instruments (continued)**

### Market risks

Market risk is the risk of loss that may arise from changes in market factors such as interest rates and foreign exchange. The Company believes interest rate risk is not material.

The Company is exposed to foreign exchange risk as it conducts business in both the United States and Canada. Management monitors its foreign currency balances, the Company does not engage in any hedging activities to reduce its foreign currency risk. At December 31, 2017, the Company was exposed to currency risk through the following monetary assets and liabilities in CDN Dollars.

	CDN\$
Cash	\$85,018
Accounts receivable	\$14,244
GST receivable	\$42,959
Accounts payable and accrued liabilities	\$(45,829)
Loans payable to related parties	\$(123,263)
Convertible debentures	\$(3,507,013)

Based on the net exposure and assuming all other variables remain constant, a 10% change in the appreciation or depreciation of the CDN dollar relative to the US dollar would change the total loss and comprehensive loss by approximately CDN\$353,388. The Company currently does not plan to enter into any foreign exchange contracts to mitigate this risk.

### **Capital Management**

The capital structure of the Company consists of cash, convertible debentures, promissory notes, and equity attributable to the common shareholders, consisting of share capital and deficit. There has been no change with respect to the overall capital risk management strategy during the period ended December 31, 2017. The Company is not subject to any externally imposed capital requirement.

There has been no change with respect to the overall capital risk management strategy during the period ended December 31, 2017. The Company is not subject to any externally imposed capital requirement.

### Outlook

For the immediate future, the Company intends to:

- facilitate demonstrations of its EV350's, EV250, Synapse Shuttle, Synapse 72 school bus and EV Star across the US and Canada
- manufacture the second EV250 all-electric bus, the ten EV350's for the City of Porterville, and six Synapse 72 school buses.
- conduct the Altoona test
- initiate the construction of the manufacturing facility in Porterville, California
- further develop its sales and marketing, engineering and technical resources.

### **Capitalization and Outstanding Security Data**

The total number of common shares issued and outstanding is 92,787,453 as of the date hereof. There are no preferred shares issued and outstanding.

An incentive stock option plan was established for the benefit of directors, officers, employees and consultants of the Company. As of the date hereof, there are 9,022,217 options granted and outstanding.

The total number of common share warrants outstanding as of the date hereof is 13,448,148.

### **Disclosure of Internal Controls**

Management has established processes to provide them sufficient knowledge to support representations that they have exercised reasonable diligence that (i) the financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the financial statements, and (ii) the financial statements fairly present in all material respects the financial condition, results of operations and cash flow of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. In particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

(i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

(ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP (IFRS).

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in the certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

### **Risk Factors**

Investing in the common shares of the Company involves risk. Prospective investors should carefully consider the risks described below, together with all of the other information included in this MD&A before making an investment decision. If any of the following risks actually occurs, the business, financial condition or results of operations of the Company could be harmed. In such an event, the trading price of the common shares could decline and prospective investors may lose part or all of their investment.

#### No Operating History

The Company has neither a history of sales or earnings nor has it paid any dividends and may not produce earnings or pay dividends in the immediate or foreseeable future.

#### Reliance on Management

The Company is relying solely on the past business success of its directors and officers. The success of the Company is dependent upon the efforts and abilities of its directors, officers and employees. The loss of any of its directors, officers or employees could have a material adverse effect upon the business and prospects of the Company.

#### **Operational Risk**

The Company is exposed to many types of operational risks that affect all companies. Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and/or systems. Operational risk is present in all of the Company's business activities, and incorporates exposure relating to fiduciary breaches, product liability claims, product recalls, regulatory compliance failures, legal disputes, business disruption, technology failures, business integration, damage to physical assets, employee safety, dependence on suppliers, foreign exchange fluctuations, insurance coverage and rising insurance costs. Such risks also include the risk of misconduct, theft or fraud by employees or others, unauthorized transactions by employees, operational or human error or not having sufficient levels or quality of staffing resources to successfully achieve the Company's strategic or operational objectives.

As a result of the acquisition of land in Porterville described in the Investing Activities section, the Company is subject to the risks normally associated with the construction of a manufacturing facility, including, but not limited to, construction delays, natural disasters, labour disputes, cost overruns, insufficient financing and requirements for governmental permits or approvals.

The occurrence of an event caused by an operational risk that is material could have a material adverse effect on the Company's business, financial condition, liquidity and operating results.

#### Volatile Operating Results

Our orders with our customers generally require time-consuming customization and specification. We incur significant operating expenses when we are building a bus prior to sale or designing and testing a new bus. If there are delays in the sale of buses to customers, such delays may lead to significant fluctuations in results of operations from quarter to quarter, making it difficult to predict our financial performance on a quarterly basis.

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### **Risk Factors (Continued)**

#### Sales and Marketing

Presently, the initial price of the Company's products are higher than a traditional diesel bus. There are some grants and subsidies that are available to offset these higher prices. Sales of Company products may also be impacted by the current market price of diesel fuel, along with the values placed on avoiding other ancillary costs such as noise and vehicle emissions. The Company's products are based on emerging technologies which seek to provide operators and users with vehicles that are all-electric, emission free, and with reduced noise. Any change in these factors could have an impact on the market adoption of the Company's products.

#### Current requirements and regulations may change or become more onerous

The Company's products must comply with local regulatory and safety requirements in order to be allowed to operate within the relevant jurisdiction or to qualify for funding. These requirements are subject to change and one regulatory environment is not indicative of another.

### **Events After the Reporting Period**

After the reporting period, a company beneficially owned by the Chairman of the Company loaned the Company CDN \$550,000 at a rate of 10% per annum with no fixed terms of repayment, secured by a promissory note.

In January and February 2018, 500,000 stock options were exercised at prices ranging from CDN\$0.25 - \$0.40, for proceeds of CDN\$132,500.

On February 26, 2018, the Company completed the sale and received payments for two EV550 all-electric double decker buses.

### Additional Disclosure for Venture Issuers Without Significant Revenue

Expenses:

	December 31, 2017	December 31, 2016
Exploration and evaluation expenditures	\$ - \$	-
Research and development costs	303,399	241,566
Intangible assets from development	-	-
Deferred development costs	-	-
General and administrative expenses	839,366	362,564
Other material costs *	677,275	241,988

\* Share-based payments

Further information about the Company and its operations can be obtained from www.sedar.com