MANAGEMENT'S DISCUSSION AND ANALYSIS

This Management Discussion and Analysis ("MD&A") is dated May 25, 2022 and is a review of Questor Technology Inc. ("Questor" or the Company") financial condition and results of operations prepared in accordance with International Financial Reporting Standards ("IFRS"). The focus of this MD&A is a comparison of the financial performance of the Company for the three months ended March 31, 2022 and 2021. This MD&A should be read in conjunction with the condensed consolidated financial statements for the three months ended March 31, 2022 as well as the audited consolidated financial statements of Questor as at and for the year ended December 31, 2021. This MD&A contains forward-looking information or statements. Readers should review the legal advisory related to this under the *Forward-Looking Statements* section of this MD&A.

QUESTOR'S BUSINESS OVERVIEW

Questor Technology Inc., incorporated in Canada under the Business Companies Act (Alberta) is an environmental emissions reduction technology company founded in 1994, with global operations. The Company is focused on clean air technologies that safely and cost effectively improve air quality, support energy efficiency and greenhouse gas emission reductions. The Company designs, manufactures and services high efficiency clean combustion systems that destroy harmful pollutants, including Methane, Hydrogen Sulfide gas, Volatile Organic Hydrocarbons, Hazardous Air Pollutants and BTEX (Benzene, Toluene, Ethylbenzene and Xylene) gases within waste gas streams at 99.99 percent efficiency. This enables its clients to meet emission regulations, reduce greenhouse gas emissions, address community concerns and improve safety at industrial sites. The Company also has proprietary heat to power generation technology and is currently targeting new markets including landfill biogas, syngas, waste engine exhaust, geothermal and solar, cement plant waste heat in addition to a wide variety of oil and gas projects. The Company is also doing research and development on data solutions to deliver an integrated system that amalgamates all of the emission detection data available and demonstrates how Questor's clean combustion and power generation technologies can be used to help clients achieve zero emission targets.

The Company's common shares are traded on the TSX Venture Exchange under the symbol "QST". The address of the Company's corporate and registered office is 2240, 140 –4 Avenue S.W. Calgary, Alberta, Canada, T2P 3N3.

CONSOLIDATED FINANCIAL RESULTS

For the three months ended March 31,	**2022**	2021
(Stated in CDN $)		
Revenue	**2,587,707**	1,548,391
Gross profit	**630,909**	35,825
Loss for the period	**(365,620)**	(885,887)
Loss per share – basic and diluted	**$(0.01)**	$(0.03)
As at	**March 31, 2022**	December 31, 2021
(Stated in CDN $)		
Working capital[1]	**16,096,435**	16,274,715
Total assets	**34,213,450**	35,047,855
Total equity	**30,197,521**	30,482,081

[1] Working capital is defined as total current assets less total current liabilities.

FIRST QUARTER 2022 HIGHLIGHTS

The Company's financial performance in the first quarter of 2022 has improved significantly compared to the first quarter of 2021. Revenue increased $1.0 million or 64% compared to the same period of 2021 primarily due to equipment sales. Gross profit has also increased $0.6 million in the same period as a result of these new sales and also a continued focus on streamlining operations.

During the first quarter of 2022, the Company noted increases in capital spending activity by its customers, resulting in an increase in requests for proposals. Subsequent to the quarter the Company has closed a further $0.6 million of equipment sales.

The Company generated $0.7 million positive cash flow from operations for the three months ended March 31, 2022 compared to a $0.7 million outflow in the same period in 2021.

The overall loss for the first quarter of 2022 was $0.4 million compared to a loss of $0.9 million in the same period of 2021. The reduction in the loss of $0.5 million is a result of improved gross profit, a continued focus on controlling administration expenses, offset by an increase in research and development expenses of $0.1 million in the first quarter of 2022.

The Company continues to have a strong financial position at March 31, 2022 including cash and cash equivalents of $15.8 million, working capital of $16.1 million, an undrawn $1.0 million revolving demand loan facility and a $5.0 million capital loan facility.

At the date of this MD&A, the Company has made significant progress towards completing the commissioning of the waste heat to power facilities in Mexico. All of the remaining equipment is in Mexico and the Questor team is on site completing pre-commissioning activities. Questor's partners are scheduled to join the team in June for the final start up. The letters of credit supporting the outstanding trade receivables of $0.9 million are being extended to June 30, 2022.

During the first quarter of 2022, the Company has continued to progress its strategic research and development activities as follows:

- The Company has completed the procurement of long lead time materials required to build the 1500kw prototype for its waste heat to power project and received the first pre-milestone payment of $0.75 million from Sustainable Development Technology Canada ("SDTC").
- The Company completed the first phase of its integrated emissions data measurement and reporting platform project being worked on in partnership with the Southern Alberta Institute of Technology ("SAIT") which was largely funded by Alberta Innovates and Western Economic Development. The Company and SAIT are moving into the next phase of the project which will be partially funded by Western Economic Development.
- The Company continues its collaboration with North-East Gas Association ("NYSEARCH") and Stanford University to develop alternative approaches to cleanly combust waste gas.
- The Company is in the preliminary planning phase with respect its project with the University of Michigan and Southwestern Research Institute to develop advanced combustion systems that complements the Company's efforts to reduce methane emissions.

MARKET OUTLOOK

The global focus on methane emissions reductions continues to increase as regulators issue new rules in many jurisdictions specific to methane reduction and both regulators and investors push companies to report on their carbon reduction initiatives. These changes are putting pressure on companies around the globe to reduce emissions and Questor has seen a significant increase in companies from around the world reaching out over the past few months to understand how Questor's integrated solutions can assist them to meet the regulatory requirements.

Questor is globally recognized as a market leader in clean combustion with its ISO 14034 certified proprietary equipment and with its ability to integrate waste heat to power and data solutions. The Company is well positioned to assist companies with their emissions reduction efforts using its proven cost-effective technology solutions.

Although Questor's customers are still cautious with their 2022 capital spending budgets coming out of the COVID-19 pandemic as well as uncertainty resulting from the impacts the war between Russia and Ukraine may have on the global economic recovery in 2022, the Company is noting signs of increased spending activity from its customers resulting in committed equipment sales of $4.9 million as at the date of this MD&A.

The Company is optimistic that as methane emission intensive industries continue to recover from the pandemic and economic activity increases, combined with both government and investor pressure to reduce methane, these companies will refocus their efforts on the achievement of their emissions reduction commitments which is expected to result in increased demand for the Company's cost-effective high efficiency clean combustion systems, waste heat to power and data solutions.

FIRST QUARTER FINANCIAL OVERVIEW

For the three months ended March 31,	**2022**	2021
(Stated in CDN $)		
Revenue	**2,587,707**	1,548,391
Cost of sales	**1,956,798**	1,512,566
Gross profit	**630,909**	35,825
Percent of gross profit to revenue	**24**	2

REVENUE

Revenue for the three months ended March 31, 2022, was $2.6 million versus $1.5 million for the same period in 2021 broken down as follows:

Equipment Sales
Equipment sales revenue for the three months ended March 31, 2022, was $1.8 million versus $0.9 million for the same period in 2021. The revenue for the three months ended March 31, 2022, is higher as a result of commencing fabrication of two tall stack incinerators to be delivered in the first half of 2022.

Equipment Rentals

Equipment rental revenue for the three months ended March 31, 2022, was $0.6 million versus $0.5 million for the same period in 2021. This represents an increase of $0.1 million or 20 percent for the three months ended March 31, 2022, due to longer, more complex jobs.

Equipment Service

Equipment service for the three months ended March 31, 2022, was $0.2 million versus $0.1 million for the same period in 2021. Job volumes are primarily linked to equipment rental and sales activity.

GROSS PROFIT

Gross profit was $0.6 million for the three months ended March 31, 2022, compared to a gross profit of $nil for the same period in 2021 or an increase of $0.6 million. The gross profit for 2022 was a result of an increase in equipment sales and related margins compared to 2021 as well as the Company's continued efforts to reduce operating costs.

CORPORATE COSTS

For the three months ended March 31,	**2022**	2021
(Stated in CDN $)		
Gross profit	**630,909**	35,825
Less corporate costs:		
Administration expenses	**657,612**	779,184
Stock based compensation	**100,587**	129,758
Research and development expenses	**149,903**	45,574
Depreciation expense	**32,984**	33,889
Amortization of intangible assets	**35,031**	71,652
Net foreign exchange losses	**40,963**	69,992
Other expenses	**38,195**	29,743
Loss before tax	**(424,366)**	(1,123,967)
Income tax recovery	**(58,746)**	(238,080)
Loss for the period	**(365,620)**	(885,887)

Administrative Expenses

Administrative expenses for the three months ended March 31, 2022, were $0.7 million versus $0.8 million for the same period in 2021 largely a result of staff vacancies. There was also a small reduction in administrative costs related to the reclass of salary and other administrative costs to various research and development projects.

Stock based compensation

Stock based compensation expense for the three months ended March 31, 2022 and 2021 was $0.1 million.

Research and development expenses

Research and development expenses for the three months ended March 31, 2022, were $0.1 million as a result of certain administrative costs relating to the waste heat to power project and other research and development project costs that do not yet meet the criteria for capitalization.

Depreciation and amortization expenses

Depreciation and amortization expenses are consistent year over year as there have been no significant capital additions over the past year and the new waste heat to power project will not be amortized until the project is complete.

Foreign Exchange Gains/Losses

The Company recorded foreign exchange losses of less than $0.1 million for the three months ended March 31, 2022 and 2021. Foreign exchange gains and losses for the Company fluctuate primarily based on the change in the US dollar relative to the CDN dollar.

Other Expenses

Other expenses during the three months ended March 31, 2022, are relatively consistent with 2021. Other expenses comprise legal costs relating to the Emissions RX lawsuit discussed later in this MD&A, bad debt expense (recovery) and net interest revenue/expenses.

Income Tax

Income tax recovery for the three months ended March 31, 2022, decreased $0.2 million compared to the same period in 2021 as a result of the $0.7 million decrease in net loss for the same period.

LIQUIDITY AND CAPITAL RESOURCES

Liquidity risk is the risk that the Company will encounter difficulties in meeting its financial liability obligations. The Company manages its liquidity risk through cash and debt management, which includes monitoring forecasts of the Company's cash and cash equivalents and borrowing facilities on the basis of projected cash flow. Based on currently available information, the Company expects to maintain compliance with the covenants and will have sufficient liquidity with significant reserve capacity during the next year to support its ongoing operations.

For the three months ended March 31,	**2022**	2021
(Stated in CDN $)		
Cash provided by (used in):		
Operating activities	**671,060**	(723,697)
Investing activities	**(289,084)**	(9,413)
Financing activities	**739,776**	97,796
Increase in cash	**1,121,752**	(635,314)

Operating Activities

Operating activities for the three months ended March 31, 2022, provided $0.7 million inflow of cash versus using $0.7 million for the same period in 2021 largely due to the $0.6 million increase in gross profit compared to 2021 and better working capital management.

Investing Activities

Investing activities for the three months ended March 31, 2022, used $0.3 million versus using $nil for the same period in 2021. The use of cash was to further the Company's development of its waste heat to power project.

Financing Activities

Cash provided by financing activities for the three months ended March 31, 2022 was $0.7 million due to the Company receiving its first pre-milestone payment from SDTC related to the waste heat to power project.

For the three months ended March 31, 2022 and 2021, the Company had in place an Operating Loan Facility ("Operating Loan") and a Capital Loan Facility ("Capital Loan"). The Company's operating loan facility has a maximum amount of $1 million, subject to specified margin requirements. The capital loan was secured to assist in the financing of capital expenditures. The facility makes available a revolving demand capital loan to a maximum of $5 million. The Company made no draws on the operating loan or capital loan facilities during the three months ended March 31, 2022 and 2021.

The availability of these facilities is also subject to the Company meeting certain financial covenants. As shown in the table below, at March 31, 2022, the Company complied with the financial covenants associated with its credit facilities.

For the three months ended March 31,	Covenant	**2022**
Working capital ratio (total current assets/total current liabilities) not to fall below	1.25x	**6.58x**
Debt service ratio (net operating income/debt servicing costs) must be greater than	1.25x	**No borrowings***
Total debt to tangible net worth not to exceed	2.50x	**0.14x**

*Repayable government assistance agreement does not affect the calculation as it is an interest free loan

SHARE CAPITAL

The Company is authorized to issue an unlimited number of common shares. As at the date of this MD&A, the Company had 27,761,858 common shares outstanding. The Company has share based payment plans comprising stock option, restricted and performance share unit plans. At March 31, 2022, the Company had a total of 854,489 of issued and outstanding share-based payment awards under these plans.

SUMMARY OF QUARTERLY RESULTS

For the three months ended	**Mar 31, 2022**	Dec 31, 2021	Sep 30, 2021	June 30, 2021	Mar 31, 2021	Dec 31, 2020	Sep 30, 2020	June 30, 2020
(CND$ '000's except amounts per share)								
Cost of sales	**1,957**	1,127	1,644	1,184	1,548	2,624	1,067	1,031
Gross profit (loss)	**631**	(946)	38	(127)	36	298	(442)	(37)
Loss for the period	**(366)**	(1,776)	(453)	(873)	(886)	(885)	(962)	(1,248)
Per share – basic and diluted	**(0.01)**	(0.06)	(0.02)	(0.03)	(0.03)	(0.03)	(0.04)	(0.05)

COMMITMENTS AND CONTINGENCIES

The Company has lease commitments for premises and storage facilities as disclosed in note 22 of the annual financial statements. During the three months ended March 31, 2022, the Company has entered into purchase commitments for materials required to build the 1500kw prototype unit for its waste heat to power research and development project in the amount of $0.7 million.

During the three months ended March 31, 2022, the Company continued to pursue its claim against Emissions RX related to infringement on the Company's intellectual property. From time to time, the Company is also subject to other legal proceedings, settlements, investigations, claims and actions arising from the normal course of business. While the final outcome of such actions and proceedings cannot be predicted with certainty, the Company believes that the resolution of such matters will not have a material impact on the Company's financial position or results of operations as at March 31, 2022.

FINANCIAL RISK MANAGEMENT

The Company's financial instruments consist of cash and cash equivalents, trade, contract assets and other receivables, trade payables, accrued liabilities and provisions and a repayable government grant. The Company did not hold or issue any derivative financial instruments during the period.

Fair values

The carrying amounts of the current financial assets and current financial liabilities recognized in the Company's consolidated financial statements at the end of each reporting period approximate their fair value due to their short period to maturity except for the repayable government grant. Judgment is required in interpreting market data to develop the estimates of fair value. These estimates are not necessarily indicative of the amounts we could realize in current markets. The fair value of the government grant is determined based on market-based prices and is classified as Level 2 on the fair value hierarchy.

Credit risk

Credit risk arises from the potential that one or more counterparties fail to meet their obligations.

Substantial amounts of the Company's trade and contract receivables, which relate to the Company's revenues, are with customers in the oil and gas industry and are subject to normal industry credit risks. The Company mitigates this risk through its credit policies and practices including the use of credit limits and approvals, and by monitoring the financial condition of its customers. Payment terms with customers vary by contract. Standard payment terms are 30 days from invoice date.

At March 31, 2022, the Company's receivables greater than 90 days includes an amount of $0.9 million related to delays in commissioning three waste heat to power facilities in Mexico. While the customer has a contractual obligation to pay for the work, the remaining payment is not due until commissioning is completed. The Company has letters of credit in place to cover the amount owing, therefore the balance has been excluded from the estimated credit loss calculation. Subsequent to March 31, 2022, the Company has made significant progress towards completing the commissioning of the waste heat to power facilities in Mexico. All of the remaining equipment is in Mexico and the Questor team is on site completing pre-commissioning activities. Questor's partners are scheduled to join the team in June for the final start up. The letters of credit supporting the outstanding trade receivables of $0.9 million are being extended to June 30, 2022.

The Company is also exposed to the risk of dependence on a few customers for a significant amount of the Company's revenue. The Company notes that equipment sales revenue which comprises a significant portion of total revenue, generally relates to a small number of customers each year but these customers change each year based on need for our equipment. The Company bills and collects equipment revenue throughout the contract which reduces collection risk. There is a concentration of rental and related service repair revenue. For the three months ended March 31, 2022, there were two customers who comprised 82 percent of total rental, service and repair revenue (2021 – 37 percent).

Liquidity risk

The Company mitigates liquidity risk by maintaining adequate banking and credit facilities and monitoring its forecast and actual cash flows. The Company may also adjust its capital spending to maintain liquidity. The Company has positive net working capital as of March 31, 2022 of $16.1 million.

Foreign currency risk

The Company is exposed to foreign exchange risk associated with foreign operations where assets, liabilities, revenue and costs are denominated in US dollars. The impact of this exposure is recorded as a cumulative translation adjustment in other comprehensive income. The net foreign exchange impact for the three months ended March 31, 2022 is a loss of $19,527.

The Company is also exposed to the impact of foreign currency fluctuations in its Canadian operations on sales and purchases of products and services from vendors primarily in the United States which resulted in a foreign exchange loss of $40,963 for the three months ended March 31, 2022. The Company mitigates some of the foreign currency risk by keeping a US dollar bank account to receive US payments and fund US dollar purchases.

RELATED-PARTY TRANSACTIONS

The Company defines key management personnel as being the directors, Chief Executive Officer, Chief Financial Officer, and Chief Operating Officer. In addition to their salaries, benefits and directors' fees, the Company also provides non-cash benefits including participation in the Company's stock option, RSU and PSU plans. There were no other related party transactions during the three months ended March 31, 2022.

ACCOUNTING POLICIES AND NEW ACCOUNTING PRONOUNCEMENTS

The Company's significant accounting policies and future accounting pronouncements are included in the Annual Consolidated Financial Statements for the year ended December 31, 2021.

CRITICAL ACCOUNTING ESTIMATES

The preparation of the interim condensed consolidated financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the reported assets, liabilities, revenues, expenses and the disclosure of contingencies. Actual results may differ significantly from these estimates. A description of the significant accounting judgements, estimates and assumptions are set out in annual audited financial statements for the year ended December 31, 2021.

BUSINESS RISKS

The business of Questor is subject to certain risks and uncertainties. Prior to making any investment decision regarding Questor, investors should carefully consider, among other things, the risk factors set forth in the Company's most recently filed Annual MD&A, which are specifically incorporated by reference herein.

ADVISORIES-FORWARD LOOKING STATEMENTS

In order to provide the Company shareholders and potential investors with information regarding the Company and its subsidiaries, including management's assessment of the Company's plans and future operations, certain statements contained in this MD&A, including statements that contain words such as "seek", "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe", "forecast" or similar words suggesting future outcomes, are forward-looking statements.

In particular, forward-looking statements in this MD&A include, but are not limited to, statements with respect to expected operating strategies and targets, capital expenditure programs, future financial resources, use of funds, anticipated equipment utilization levels, future oil and natural gas well activity in each of the Company's operating jurisdictions, results of acquisitions, the impact of environmental regulations and economic reforms and sanctions on the Company's business, future costs or potential liabilities, projections of market prices and costs and customer demand, supply and demand for the Company's products and services, expectations regarding the Company's ability to maintain its competitive position, anticipated benefits of the Company's competitive position, expectations regarding the Company's ability to raise capital, treatment under government regulatory regimes, commodity prices, anticipated outcomes of specific events, trends in, and the growth prospects of, the global energy industry, the Company's growth prospects including, without limitation, its international growth strategy and prospects, and the impact of changes in accounting policies and standards on the Company and its financial statements. These statements are derived from certain assumptions and analyses made by the Company based on its experience and perception of historical trends, current conditions, expected future developments and other factors that it believes are appropriate in the circumstances, including, but not limited to, the economic and political environment in which the Company operates, the Company's expectations for its current and prospective customers' capital budgets and geographical areas of focus, the Company's existing contracts and the status of current negotiations with key customers and suppliers, the effect unconventional gas projects have had on supply and demand fundamentals for natural gas and the likelihood that the current tax and regulatory regime will remain substantially unchanged.

Forward-looking statements are subject to several known and unknown risks and uncertainties that could cause actual results to differ materially from the Company's expectations. Such risk factors include: general economic conditions in Canada and globally; volatility in market prices for oil and natural gas and the effect of this volatility on the demand for oilfield services generally; competition; liabilities and risks, including environmental liabilities and risks, inherent in oil and natural gas operations; changes in legislation and the regulatory environment; sourcing, pricing and availability of raw materials, components, parts, equipment, suppliers, facilities and skilled personnel; the ability to integrate technological advances and match advances by competitors; the availability of capital on satisfactory terms; intellectual property risks; uncertainties in weather and temperature affecting the duration of the service periods and the activities that can be completed; dependence on, and concentration of, major customers; the creditworthiness and performance by the Company's counterparties and customers; liabilities and risks associated with prior operations; the effect of accounting pronouncements issued periodically; failure to realize anticipated benefits of acquisitions and dispositions; and currency exchange rate risk. Further information about these and other risks and uncertainties may be found under "Business Risks" above.

Consequently, all of the forward-looking statements made in this MD&A are qualified by these cautionary statements and there can be no assurance that actual results or developments anticipated by the Company will be realized, or that they will have the expected consequences or effects on the Company or its business or operations. These statements speak only as of the respective date of this MD&A or the document incorporated by reference herein. The Company assumes no obligation to update publicly any such forward-looking statements, whether as a result of new information, future events or otherwise, except as required pursuant to applicable securities laws.

ADDITIONAL INFORMATION

Further information regarding Questor Technology Inc. can be accessed on the Company's website at www.questortech.com or under the Company's public filings found at www.sedar.com.