GENESIS LAND DEVELOPMENT CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the three and six months ended June 30, 2023

The Management's Discussion and Analysis ("**MD&A**") of the financial condition and results of operations of Genesis Land Development Corp. ("**Genesis**", "**the Corporation**", "**we**", "**us**", or "**our**") should be read in conjunction with the unaudited condensed consolidated interim financial statements and the notes thereto for the three and six months ended June 30, 2023 and 2022, prepared in accordance with International Financial Reporting Standards ("**IFRS**").

The unaudited condensed consolidated interim financial statements and comparative information have been reviewed by the Corporation's audit committee, consisting of three independent directors, and approved by the board of directors of the Corporation. Additional information, including the Corporation's Annual Information Form ("**AIF**") and the Corporation's MD&A for the year ended December 31, 2022 are available on SEDAR at www.sedarplus.com.

All amounts are in thousands of Canadian dollars, except per share amounts or unless otherwise noted. Basic and diluted earnings (loss) per share, cash flows from operating activities per share (basic and diluted), and dividends per share for prior periods have been recalculated to account for the impact of the Corporation's share issue pursuant to a rights offering that closed on December 17, 2021. This MD&A is dated as of July 27, 2023.

STRATEGY AND 2023 BUSINESS PLAN

Strategy

Genesis Land Development Corp. ("Genesis" or the "Corporation") is an integrated land developer and residential home builder operating in the Calgary Metropolitan Area ("CMA") with a strategy to grow its portfolio of well-located, entitled and unentitled primarily residential lands and serviced lots in the CMA.

As a land developer, Genesis acquires, plans, rezones, subdivides, services and sells residential lots and commercial and industrial lands to third party developers and builders, and sells lots and completed homes through a wholly-owned subsidiary, Genesis Builders Group Inc. ("GBG"), its home building division. The land portfolio is planned, developed, serviced and sold as single-family lots and townhouse, multi-family and commercial parcels at opportune times with the objective of maximizing the risk adjusted net present value of the land and to maximize net cash flow.

GBG designs, builds and sells homes on a significant portion of Genesis' single-family lots and townhouse land parcels. GBG also acquires single-family lots from other land developers to build and sell single-family homes in additional CMA communities.

Genesis manages its financial position by prudently and opportunistically allocating its cash resources among the following:

- Maintaining a strong balance sheet as the priority;
- Acquiring and developing land either directly or through land development entities; and
- Paying dividends and/or buying back its common shares.

Market Overview

The Alberta economy remained relatively strong through the first half of 2023 as the province's key industries, particularly oil and natural gas, remain strong. The Royal Bank of Canada ("RBC") now estimates Alberta's 2023 GDP growth to be the highest in Canada at 2.4% compared to 2022 when Alberta's GDP grew by 5.1%. Economic headwinds caused by continuing higher interest rates which is being offset by increasing migration and lack of home supply have impacted the CMA home sales environment.

According to the Calgary Real Estate Board ("CREB") year to date ("YTD") 2023 residential home sales demand remains robust bolstered by a healthy labour market and increasing migration levels. Overall sales in Calgary are 23% lower than the record levels seen in 2022 YTD. Home sales inventories are still at historically low levels in Calgary, being at 1.10 months at June 30, 2023 down from 1.33 months at March 2023 (December 2022 - 1.84 months). In neighboring Airdrie, where Genesis has two active projects, supply remains historically low at 0.86 months at June 30, 2023 which compares to 1.34 months of supply at March 31, 2023 (December 2022 - 1.37 months). Overall, home supply at June 30, 2023 reflects the lowest June inventory levels in nearly two decades. Four months of supply is generally considered to reflect a balanced market. The limited supply continues to provide support for home prices as the benchmark home sales price at June 30, 2023 was $565 (March 31, 2023 - $531), up 4.4% over the same period in 2022. For single family homes, Genesis's primary home product, benchmark prices are up 6% year over year.

Housing demand is supported by strong international and interprovincial immigration as evidenced by the 4% growth in the working age population in the CMA to the end of June 2023 as compared to June 2022. The CMA labour force participation rate remains strong at 71.5%.

RBC publishes an affordability measure that calculates the share of income that a household would need to cover ownership costs and RBC notes that the higher interest rates and inflation are having a significantly negative impact on affordability in major markets. However, the impact in Calgary has been much less severe. While the Calgary market affordability measure is increasing, it remains affordable, as at June 30, 2023, RBC's aggregate affordability measure for Calgary is at 43.0% in line with the March 31, 2023 measure of 43.2% (December 31, 2022 - 41.6%). This is above the long-term Calgary average of 38.7% but well below that of Canada's largest markets of Toronto and Vancouver, at 79% and 96% respectively.

Supply chain issues and inflation are moderating but continue to impact construction costs and timelines in both our land development and home building divisions. As we saw in Q1 2023 some of the strain has eased as home sales activity has slowed across most North American markets. However, the lack of skilled labor and of some products and materials such as appliances, PVC products, concrete and electrical transformers remain an issue. Genesis continues to address these concerns by working proactively with key contractor partners and home buyers.

2023 Business Plan

Progress on 2023 Business Plan

During 2023, Genesis has continued to execute its growth business plan. Genesis achieved some significant milestones in 2022, with the removal of Growth Management Overlays ("GMOs") and in 2023, with receiving final development approvals enabling Genesis to proceed with development of our Lewiston and Logan Landing communities in 2023.

More growth is coming through expansion of Genesis' home building operations, through GBG, Genesis has contracted to purchase 505 lots through third party developers. In all, Genesis is now building homes in 9 communities which provides additional growth opportunities.

The following describes progress made on key elements of the growth plan.

1) Obtaining Additional Zoning and Servicing Entitlements

Genesis has made substantial progress in obtaining additional zoning and servicing entitlements for land in recent months, although approval processes continue to be subject to delays and uncertainty. Zoning and servicing entitlements are granted by the applicable municipal authorities. The timelines discussed below are management's best estimates at this time, given the uncertainties related to the regulatory approval process and market conditions.

The following three core projects have made substantial progress in the approval processes at the City of Calgary:

- Logan Landing: Genesis owns 354 acres of undeveloped land in Calgary's southeast quadrant referred to as "Logan Landing". An Area Structure Plan ("ASP") for a new residential community on these lands was approved by Calgary City Council ("Council") in November 2019. Outline Plan and Land Use Applications have been submitted and City of Calgary Planning Commission approval was received in Q2 2023. Final pre-development approvals are in process and expected to be in place in Q3 2023. Stripping and grading approval was received in July 2023 and work has commenced.
- Lewiston: Genesis acquired 130 acres of residential development land in north Calgary in 2019. Outline Plan and Land Use Applications approvals were received from Council in November 2022. Site grading has been completed and Genesis is ready to develop this community. Phase 1 Tentative Plan and engineering drawings have been approved and Genesis commenced servicing in Q2 2023.
- Huxley (Belvedere): On July 26, 2023 Genesis received Outline Plan and Land Use approval from the City of Calgary for the 157 acres it acquired in Q2 2022, in the Belvedere ASP. Final approvals required prior to commencement of site servicing activity are expected to be received this fall.

The following project is progressing through approval process at Rocky View County:

- OMNI ASP (in North Conrich): Genesis has received ASP approval on a 185-acre commercial and retail project on a portion of the lands as Genesis controls 610 acres of undeveloped land in the County bordering the northeast quadrant of the City of Calgary. Progress continues with the County on the development of a conceptual scheme for this project, with first reading received in September 2022. The County is working with Alberta Transportation to finalize plans and funding arrangements for an interchange at Stoney and Airport Trails. Once completed, this interchange will provide primary transportation access to these lands.

2) *Development and Sale of Land Parcels*

Genesis continues to develop and implement plans for each of its core land holdings, with the objective of maximizing the risk adjusted net present value of the land and to sell or develop the land at the most opportune time. Please see information provided under the heading "*Real Estate Held for Development and Sale"* in this MD&A.

Genesis periodically sells land parcels, generally for multi-family or commercial use, that have been developed within its communities.

In Q2 2023, Genesis closed the sale of a 3.34-acre parcel of development land in the City of Calgary for $4,242.

3) Servicing Additional Phases

Genesis plans to commence servicing in three new communities and service a new phase in an existing community in 2023:

- Lewiston: Servicing of the first phase in this north Calgary community will add 184 single-family lots. Underground servicing commenced in Q2 2023. Lots became available to builders in Q2 2023 and are expected to be fully serviced in 2024. GBG and two third parties (each with a 20% ownership interest) will be the home builders in this phase;
- Logan Landing: Servicing of the first phase in this southeast Calgary community will add 266 single-family lots. Site earthworks commenced in July 2023. Lots are expected to be fully serviced in 2024. It is intended that GBG and two third parties will be the home builders in this phase;
- Huxley: Servicing of this east Calgary community will add 1,368 single-family lots. When the final approvals are received site earthworks will commence, with servicing expected to commence in Spring 2024. It is intended that GBG and two third parties will be the home builders in this phase; and
- Bayview: Bayview phase 6 in Airdrie will add 225 single-family lots. Underground servicing commenced in Q2 2023. Lots will be available to builders in Q3 2023 and are expected to be fully serviced in 2024. GBG and two third parties will be the home builders in this phase.

4) Investing in Additional Lands

During Q1 2023, Genesis paid $1,253 to GLP5 NE Calgary Development Inc. to acquire an additional 25 acres in the OMNI project in North Conrich. This results in Genesis holding a 73% interest (previously 59%) in the 185-acre OMNI project with the remaining 27% being held by Genesis Limited Partnership #4. Refer to heading "*Related Party Transactions*" in this MD&A for additional information. During Q3 2022, Genesis paid $6,699 to Genesis Limited Partnership #4 and GLP5 NE Calgary Development Inc. (controlled entities within the consolidated entity) to acquire their 49% undivided interest in 456 acres of land in North Conrich in Rocky View County (adjacent to the eastern boundary of Calgary). This transaction brings Genesis interest in these lands to 100%.

Building and selling homes in communities developed by other parties is one of the strategies being implemented to drive growth and profitability in Genesis' home building division, GBG. GBG is now active in 9 communities, 6 of which are third party communities and to date has contracted to acquire 505 lots in third party communities.

5) Land Development Partnerships

During Q1 2023, Genesis sold two 20% interests, for a total of 40%, in the Lewiston Lands Limited Partnership to two builder partners. $11,760 of proceeds were realized by Genesis. Genesis considers establishing land partnerships when a new community has received full municipal approvals. Partners are selected carefully, to add value to the execution of the community's development program.

6) Adding Select Third Party Builders in Genesis Communities

To diversify offerings and increase velocity of sales within its residential communities, Genesis holds regular discussions with reputable third party builders interested in acquiring lots in future phases in Genesis' communities. Genesis works with 3 third party builders of which 2 are currently building in communities for which Genesis is the land developer. A third builder will be added when development of a new community commences later in 2023.

7) Increasing the Velocity of Homes Sold by GBG

In YTD 2023, GBG has entered into 156 new home sales contracts, a decrease of 21% from 198 new home sales contracts in YTD 2022. During Q2 2023, GBG entered into 132 new home sales contracts compared to 23 new home sales contracts in Q2 2022. As of June 30, 2023, Genesis had 232 outstanding new home orders, a decrease of 15% compared to 272 as at June 30, 2022. To increase the velocity of homes sold, adapt to the current market conditions, and manage supply chain and cost increases, Genesis:

- acquires lots in several communities from third party developers;
- adjusts pricing on select models to meet market conditions;
- pursues construction cost efficiencies and actively manages supply chain challenges; and
- continues to monitor and control overhead costs.

Since 2020, GBG has contracted to acquire 505 lots in the CMA, for total consideration of $78,877 from third party developers in the communities of Alpine Park, Clearwater, Fireside, Homestead, Silverton and Vermilion Hill. As of June 30, 2023, 119 homes had been built and sold in these communities with a further 110 new homes under contract.

8) Liquidity and Return of Capital

Liquidity: As of June 30, 2023, Genesis had $40,215 of cash and cash equivalents on hand (year-end ("YE") 2022 - $36,598), loan and credit facilities of $60,145 (YE 2022 - $65,057), real estate assets of $300,187 (YE 2022 - $265,683) and total assets of $399,162 (YE 2022 - $364,140). The ratio of loan and credit facilities to total assets was 15% as at June 30, 2023 compared to 18% at December 31, 2022.

Return of Capital to Shareholders: On May 18, 2023, Genesis declared a dividend of $0.085 per share (for a total payment of $4,833) which was paid on June 12, 2023 to shareholders of record on May 26, 2023. Since 2014, when Genesis paid its first dividend, it has returned an aggregate of $71,501 to shareholders by way of dividends and bought back nearly 3.1 million common shares for an aggregate cost of $8,810.

Outlook

Supported by a solid financial position, a backlog of new-home orders, and the strength of Calgary's economy, Genesis continues to add growth opportunities in both its land and housing divisions. Housing price increases in recent years, rapidly increasing interest rates, inflationary pressures, tight labour markets and continuing supply chain constraints are impacting new home orders, and home affordability. These negative factors are being offset by strong housing demand from newcomers to Alberta, the continued historic low supply of homes for sale in the tight Calgary market and the growing economy.

CREB is forecasting an overall reduction in home sales in 2023 in Calgary, to 25,921 units, down from a record high in 2022 of 29,672 units. RBC forecasts Alberta GDP to grow by 2.4% in 2023, which is the strongest in Canada but a marked deceleration from the 5.1% growth in 2022. Immigration to both Alberta and the CMA continues to be strong into 2023 as evidenced by the 4% growth in the working age population in the CMA to the end of June 2023 as compared to June 2022. In addition to strong international immigration, people are moving to the CMA from across Canada, with the biggest net inflows coming from the two provinces with the most unaffordable housing markets: Ontario and British Columbia. However, continued mixed economic indicators and general economic uncertainty, lead Genesis to remain cautious in planning and executing its strategic and business plans.

OPERATING HIGHLIGHTS

Key financial results and operating data for Genesis were as follows:

	Three months ended June 30, [1]		Six months ended June 30, [2]	
($000s, except for per share items or unless otherwise noted)	**2023**	**2022**	**2023**	**2022**
Key Financial Data				
Total revenues	**53,188**	22,211	**90,537**	42,590
Direct cost of sales	**(41,745)**	(17,089)	**(71,905)**	(32,905)
Gross margin	**11,443**	5,122	**18,632**	9,685
Gross margin %	**21.5%**	23.1%	**20.6%**	22.7%
Net earnings (loss) attributable to equity shareholders	**4,093**	97	**4,253**	(399)
Net earnings (loss) per share - basic and diluted	**0.07**	0.00	**0.07**	(0.01)
Cash flows from (used in) operating activities	**7,590**	(12,891)	**15,624**	(39,333)
Cash flows from (used in) operating activities per share - basic and diluted	**0.13**	(0.22)	**0.27**	(0.69)
Key Operating Data				
Land Development				
Total residential lots sold (units)	**104**	24	**166**	56
Residential lot revenues	**15,480**	4,746	**25,350**	10,454
Gross margin on residential lots sold	**2,329**	1,118	**4,142**	3,118
Gross margin on residential lots sold (%)	**15.0%**	23.6%	**16.3%**	29.8%
Average revenue per lot sold	**149**	198	**153**	187
Development land revenues	**4,242**	-	**4,242**	2,200
Home Building				
Homes sold (units)	**69**	36	**129**	67
Revenues [3]	**42,093**	21,524	**73,968**	38,790
Gross margin on homes sold	**9,114**	4,004	**14,490**	6,495
Gross margin on homes sold (%)	**21.7%**	18.6%	**19.6%**	16.7%
Average revenue per home sold	**610**	598	**573**	579
New home orders (units)	**132**	23	**156**	198
Outstanding new home orders at period end (units)			**232**	272

Key Balance Sheet Data	**As at Jun. 30, 2023**	**As at Dec. 31, 2022** [4]
Cash and cash equivalents	**40,215**	36,598
Total assets	**399,162**	364,140
Loan and credit facilities	**60,145**	65,057
Total liabilities	**162,951**	136,803
Shareholders' equity	**225,825**	224,632
Total equity	**236,211**	227,337
Loan and credit facilities to total assets	**15%**	18%

[1] Three months ended June 30, 2023 and 2022 ("Q2 2023" and "Q2 2022")
[2] Six months ended June 30, 2023 and 2022 ("YTD 2023" and "YTD 2022")
[3] Includes other revenues and revenues of $8,627 for 59 lots in Q2 2023 and $13,023 for 91 lots in YTD 2023 purchased by the Home Building division from the Land Development division ($4,059 and 22 in Q2 2022; $8,854 and 50 in YTD 2022) and sold with the home. These amounts are eliminated on consolidation
[4] Year ended December 31, 2022 ("YE 2022")

Results from operations, including earnings and cash flows, vary considerably between periods for the reasons explained under the heading "*Factors Affecting Results of Operations"* in this MD&A.

Genesis sold 69 homes (64 single-family and 5 townhouses), in Q2 2023 compared to 36 homes (all single-family) in Q2 2022. During Q2 2023, a parcel of development land was sold for $4,242 while there were no development land sales in Q2 2022. Genesis sold 45 residential lots to third parties in Q2 2023 compared to 2 residential lots sold to third parties in Q2 2022. These sales resulted in combined revenues of $53,188 in Q2 2023 compared to $22,211 in Q2 2022.

Genesis sold 129 homes (124 single-family and 5 townhouses) in YTD 2023 compared to 67 homes (61 single-family and 6 townhouses) in YTD 2022. In YTD 2023, Genesis sold 75 residential lots to third parties compared to 6 lots sold in YTD 2022. In YTD 2023, a parcel of development land was sold for $4,242 while a parcel of development land was sold for $2,200 in YTD 2022. The combination of these factors resulted in revenues of $90,537 in YTD 2023, compared to $42,590 in YTD 2022.

New home orders for the six months ended June 30, 2023 were 156 units compared to 198 units for the same period in 2022. Genesis ended the second quarter of 2023 with 232 outstanding new home orders, compared to 272 outstanding new home orders a year earlier and compared to December 31, 2022 when Genesis had 205 outstanding new home orders.

Net income attributable to equity shareholders in Q2 2023 was $4,093 ($0.07 income per share - basic and diluted) compared to net income attributable to equity shareholders of $97 ($0.00 earnings per share - basic and diluted) in Q2 2022. Net income attributable to equity shareholders in YTD 2023 was $4,253 ($0.07 income per share - basic and diluted) compared to net loss attributable to equity shareholders of $399 ($0.01 loss per share - basic and diluted) in YTD 2022.

Genesis generated cash flows from operating activities of $7,590 ($0.13 per share - basic and diluted) in Q2 2023, compared to cash flows used in operating activities of $12,891 ($0.22 per share - basic and diluted) in Q2 2022. In YTD 2023, cash flows from operating activities were $15,624 ($0.27 per share - basic and diluted), compared to cash flows used in operating activities of $39,333 ($0.69 per share - basic and diluted) in YTD 2022. The year-over-year change is mainly due to higher cash inflows from residential homes, sale of ownership interests in LLLP and lower cash outflows for land and lot acquisitions. This was partially offset by higher cash outflows from home building and land servicing activities. Refer to heading "*Cash Flows from Operating Activities*" in this MD&A for additional information. Results from operations, including earnings and cash flows, vary considerably between periods for the reasons explained below.

Factors Affecting Results of Operations

When reviewing the results, there are a number of factors that have historically affected Genesis' results of operations, including:

- the volatility of oil and gas prices and changes in the Canadian/US dollar exchange rate, both of which impact the Alberta energy industry, and have significant impact on the CMA real estate market and economy;
- changes to the regulatory environment, both direct and indirect, including for example, the land development approval process, mortgage lending rules, immigration policies and economic restrictions imposed by regulatory authorities;
- changes in interest rates, including residential mortgage rates and the rates of interest charged to Genesis on its various credit facilities;
- costs incurred for the development and servicing of land and the sale of residential lots and other land parcels occurs over a substantial period of time and results in cash flows that vary considerably between periods, creating significant volatility in the revenues, earnings and cash flows from operating activities;
- changes in home construction costs due to the availability and timing of trades, material and overall supply chain issues;
- land, lot and home prices and gross margins vary by community and lot/home type, the nature of the development work required to be undertaken before the land and lots are ready for sale, and the original cost of the land and servicing; and
- seasonality which has historically resulted in higher revenues and higher cash outflows in the summer and fall months when home building sales and land servicing often peak.

Land Development

	Three months ended June 30,			Six months ended June 30,		
	2023	**2022**	**% change**	**2023**	**2022**	**% change**
Key Financial Data						
Residential lot revenues [1]	**15,480**	4,746	N/R [2]	**25,350**	10,454	N/R [2]
Development land revenues	**4,242**	-	N/R [2]	**4,242**	2,200	92.8%
Direct cost of sales	**(17,393)**	(3,628)	N/R [2]	**(25,450)**	(9,464)	N/R [2]
Gross margin	**2,329**	1,118	108.3%	**4,142**	3,190	29.8%
Gross margin (%)	**11.8%**	23.6%	(50.0%)	**14.0%**	25.2%	(44.4%)
Other expenses	**(2,414)**	(2,158)	11.9%	**(5,205)**	(4,423)	17.7%
Loss before income taxes	**(85)**	(1,040)	(91.8%)	**(1,063)**	(1,233)	(13.8%)
Key Operating Data						
Residential lots sold to third parties	**45**	2	N/R [2]	**75**	6	N/R [2]
Residential lots sold through GBG - home building	**59**	22	168.2%	**91**	50	82.0%
Total residential lots sold	**104**	24	N/R [2]	**166**	56	N/R [2]
Average revenue per lot sold	**149**	198	(24.7%)	**153**	187	(18.2%)

[1] Includes residential lot sales to third parties, residential lot sales to GBG and other revenues
[2] Not relevant due to the size of the change

Gross margin by source of revenue

	Three months ended June 30,			Six months ended June 30,		
	2023	**2022**	**% change**	**2023**	**2022**	**% change**
Residential lots						
Residential lot revenues [1]	**15,480**	4,746	N/R [2]	**25,350**	10,454	N/R [2]
Direct cost of sales	**(13,151)**	(3,628)	N/R [2]	**(21,208)**	(7,336)	N/R [2]
Gross margin	**2,329**	1,118	N/R [2]	**4,142**	3,118	32.8%
Gross margin (%)	**15.0%**	23.6%	(36.4%)	**16.3%**	29.8%	(45.3%)

[1] Includes residential lot sales to third parties, residential lot sales to GBG and other revenues
[2] Not relevant due to the size of the change

	Three months ended June 30,			Six months ended June 30,		
	2023	**2022**	**% change**	**2023**	**2022**	**% change**
Development land						
Development land revenues	**4,242**	-	N/R [1]	**4,242**	2,200	92.8%
Direct cost of sales	**(4,242)**	-	N/R [1]	**(4,242)**	(2,128)	99.3%
Gross margin	**-**	-	N/R [1]	**-**	72	N/R [1]
Gross margin (%)	**0.0%**	-	N/R [1]	**0.0%**	3.3%	N/R [1]

[1] Not relevant due to the size of the change

Results from operations, including earnings and cash flows, vary considerably between periods for the reasons explained under the heading "*Factors Affecting Results of Operations"* in this MD&A.

Revenues and unit volumes

Total residential lot sales revenues in YTD 2023 were $25,350 (166 lots) up from $10,454 (56 lots) in YTD 2022. In YTD 2023, 75 lots were sold to third party builders compared to 6 lots sold to third party builders in YTD 2022. In YTD 2023, GBG sold 91 homes on Genesis lots, up 82% from 50 homes sold on Genesis lots in YTD 2022. Residential lot sales to third party builders vary considerably between periods. Often order volumes are much higher when newly developed phases first become available for sale.

In Q2 2023, 45 lots were sold to third party builders compared to 2 lots sold to third party builders in Q2 2022. In Q2 2023, GBG sold 59 homes on Genesis lots, up 168% from 22 homes sold on Genesis lots in Q2 2022. Total residential lot sales revenues in Q2 2023 were $15,480 (104 lots) up from $4,746 (24 lots) in Q2 2022.

In Q2 2023, one parcel of development land was sold for $4,242 while there was no development land sold in Q2 2022. In YTD 2023, one parcel of development land was sold for $4,242 while one parcel of development land was sold for $2,200 in YTD 2022. Development land sales vary considerably between periods and comprise sales of commercial, multi-family and other lands that Genesis does not intend to build on through GBG.

Gross margin

Residential lots had a gross margin of 15% in Q2 2023 compared to 24% in Q2 2022. Residential lots had a gross margin of 16% in YTD 2023 compared to 30% in YTD 2022. Gross margins were lower in both Q2 2023 and YTD 2023 compared to the same periods in 2022. Residential lot and development land margins can vary significantly as described in the "*Factors Affecting Results of Operations"* in this MD&A.

Other expenses

	Three months ended June 30,			Six months ended June 30,		
	2023	**2022**	**% change**	**2023**	**2022**	**% change**
Other expenses						
General and administrative expense	**(1,548)**	(1,666)	(7.1%)	**(3,348)**	(3,333)	0.5%
Selling and marketing expense	**(387)**	(395)	(2.0%)	**(896)**	(771)	16.2%
Finance income	**271**	44	N/R (1)	**595**	94	N/R (1)
Finance expense	**(750)**	(141)	N/R (1)	**(1,556)**	(413)	N/R (1)
Total	**(2,414)**	(2,158)	11.9%	**(5,205)**	(4,423)	17.7%

(1) Not relevant due to the size of the change

The components of other expenses and the changes are shown in the table above.

In YTD 2023, other expenses totaled $5,205 or 18% higher than $4,423 incurred in YTD 2022. Other expenses were higher in YTD 2023 mainly due to higher net finance expense and selling and marketing expense. Net finance expenses were higher due to higher interest rates and higher average loan balances in YTD 2023 as compared to YTD 2022.

In Q2 2023, other expenses totaled $2,414 or 12% higher than $2,158 incurred in Q2 2022. Other expenses were higher in Q2 2023 due to higher net finance expense due to higher interest rates and higher average loan balances as compared to Q2 2022.

Home Building – Genesis Builders Group Inc. (GBG)

The home building business of Genesis is operated through its wholly-owned subsidiary, GBG.

	Three months ended June 30,			Six months ended June 30,		
	2023	**2022**	**% change**	**2023**	**2022**	**% change**
Key Financial Data						
Revenues (1)	**42,093**	21,524	95.6%	**73,968**	38,790	90.7%
Direct cost of sales	**(32,979)**	(17,520)	88.2%	**(59,478)**	(32,295)	84.2%
Gross margin	**9,114**	4,004	127.6%	**14,490**	6,495	123.1%
Gross margin (%)	**21.7%**	18.6%	16.7%	**19.6%**	16.7%	17.4%
Other expenses	**(4,102)**	(2,919)	40.5%	**(8,127)**	(5,765)	41.0%
Earnings before income taxes	**5,012**	1,085	N/R (2)	**6,363**	730	N/R (2)
Key Operating Data						
Homes sold (units)	**69**	36	91.7%	**129**	67	92.5%
Average revenue per home sold	**610**	598	2.0%	**573**	579	(1.0%)
New home orders (units)	**132**	23	N/R (2)	**156**	198	(21.2%)
Outstanding new home orders at period end (units)				**232**	272	(14.7%)

(1) Revenues include residential home sales and other revenue
(2) Not relevant due to size of the change

Results from operations, including earnings and cash flows, vary considerably between periods for the reasons explained under the heading "*Factors Affecting Results of Operations"* in this MD&A.

Revenues and unit volumes

Revenues for single-family homes and townhouses were $42,093 (69 units) in Q2 2023, 96% higher than Q2 2022 revenues of $21,524 (36 units). In addition, 132 homes were contracted for sale in Q2 2023 compared to 23 in Q2 2022.

Revenues for single-family homes and townhouses were $73,968 (129 units) in YTD 2023, 91% higher than YTD 2022 revenues of $38,790 (67 units). In addition, 156 homes were contracted for sale in YTD 2023, a decrease of 21%, as compared to 198 in YTD 2022, resulting in 232 outstanding new home orders at the end of Q2 2023 as compared to 272 outstanding new home orders at the end of Q2 2022.

Homes sold in YTD 2023 had an average price of $573 per home compared to $579 in YTD 2022. Homes sold in Q2 2023 had an average price of $610 per home compared to $598 in Q2 2022. Fluctuations in the average revenue per home sold are due to differences in product mix, community, and market conditions. During the first six months of 2023 and 2022, GBG's single-family homes product ranged in price from $402 to $1,267 depending on the location and the model being offered. Similarly, GBG's townhouse product ranged in price from $172 to $375 depending on the location and the models being offered. In Q2 2023, 64 single-family homes and 5 townhouses were sold compared to 36 single-family homes and no townhouses in Q2 2022. In YTD 2023, 124 single-family homes and 5 townhouses were sold compared to 61 single-family homes and 6 townhouses in YTD 2022.

59 of the 69 homes sold in Q2 2023 were built on residential lots supplied by Genesis, with lot revenues of $8,627 while 22 of the 36 homes sold in Q2 2022 were built on residential lots or parcels supplied by Genesis, with lot revenues of $4,059. In YTD 2023, 91 of the 129 homes sold were built on residential lots supplied by Genesis, with lot revenues of $13,023 while in YTD 2022, 50 of the 67 homes sold were built on residential lots supplied by Genesis, with lot revenues of $8,854.

Since 2020, GBG has contracted to acquire 505 lots in the CMA from third party developers in the communities of Alpine Park, Clearwater, Fireside, Homestead, Silverton and Vermilion Hill. As of June 30, 2023, 119 homes built on these lots have been sold since 2020 and a further 110 new homes are under contract. Genesis views this as one of its key strategies to drive growth in GBG and believes this strategy will continue to be successful.

GBG builds single-family homes either after receiving a firm sale contract (a "pre-construction home") or on a quick possession ("spec") basis and builds townhouses generally on a quick possession basis. Historically, the delivery time of a pre-construction home was determined at the time of sale and typically ranged between 6 to 10 months; in 2021 supply chain issues became a significant concern, with the supply of some materials and products being unpredictable, and delivery timelines have increased to 10 to 12 months. Construction of quick possession homes is started before GBG receives a firm sale contract to ensure there is sufficient inventory for buyers seeking possession within a short period of time (often 30-90 days). Townhouses are multi-unit complexes for which GBG commences construction prior to selling all the units in any individual building. This provides construction efficiencies and requires GBG to build some townhouses on a spec basis and to hold them in inventory until sold. The timing of the sale of spec homes is unpredictable, with spec home buyers usually being time sensitive, wanting to take possession in a short time frame. Genesis closely monitors its home building work-in-progress to anticipate and react to market conditions in a timely manner. As at Q2 2023, GBG had $84,026 of work in progress, of which approximately $8,171 was related to spec homes and $5,680 related to the associated third party lots (YE 2022 - $48,506 of work in progress, of which $1,378 related to spec homes and $2,744 related to the associated third party lots).

The following table shows the split between quick possession sales (spec homes that are contracted and delivered within 90 days) and pre-construction homes (homes built after receiving a firm sale contract). The timeline for pre-construction homes ranges from 10 to 12 months and can exceed this depending on the desired possession date.

	Three months ended June 30,			Six months ended June 30,		
	2023	**2022**	**% change**	**2023**	**2022**	**% change**
Quick possession sales (units)	**7**	5	40.0%	**7**	13	(46.2%)
Pre-construction home sales (units)	**62**	31	100.0%	**122**	54	N/R [(1)]
Total home sales (units)	**69**	36	91.7%	**129**	67	92.5%

[(1)] Not relevant due to the size of the change

Gross margin

Genesis realized gross margin on home sales of 21.7% in Q2 2023 as compared to 18.6% in Q2 2022 and a gross margin on home sales of 19.6% in YTD 2023 compared to 16.7% in YTD 2022. Fluctuations in gross margin are due to differences in product and community mix. Market conditions may also drive price adjustments which could impact gross margin. In Q2 2023, 64 single-family homes and 5 townhouses were sold compared to 36 single-family homes and no townhouses in Q2 2022. In YTD 2023, 124 single-family homes and 5 townhouses were sold compared to 61 single-family homes and 6 townhouses in YTD 2022.

Other expenses

	Three months ended June 30,			Six months ended June 30,		
	2023	**2022**	**% change**	**2023**	**2022**	**% change**
Other expenses						
General and administrative expense	**(2,387)**	(2,000)	19.4%	**(4,910)**	(4,065)	20.8%
Selling and marketing expense	**(1,608)**	(896)	79.5%	**(2,975)**	(1,659)	79.3%
Finance income	**40**	4	N/R [(1)]	**50**	6	N/R [(1)]
Finance expense	**(147)**	(27)	N/R [(1)]	**(292)**	(47)	N/R [(1)]
Total	**(4,102)**	(2,919)	40.5%	**(8,127)**	(5,765)	41.0%

[(1)] Not relevant due to the size of the change

The components of other expenses and the changes are shown in the table above.

In YTD 2023, other expenses were $8,127, 41% higher than $5,765 incurred in YTD 2022. In Q2 2023, other expenses totaled $4,102, 41% higher than $2,919 in Q2 2022. Other expenses were higher in both Q2 and YTD 2023 due to higher net finance expense, compensation expenses and sales and marketing expenses (including sales commissions), partially offset by lower share based compensation expenses. Higher compensation expenses in YTD 2023 resulted from higher headcount supporting the growth strategy. Increase in selling and marketing expenses was primarily due to higher levels of sales activity in the home building business. Higher net finance expenses were due to higher average loan balances and higher interest rates compared to the same periods in 2022.

Real Estate Held for Development and Sale

	June 30, 2023	December 31, 2022	% change
Real estate held for development and sale	**304,109**	270,214	12.5%
Provision for write-downs	**(3,922)**	(4,531)	(13.4%)
Net book value	**300,187**	265,683	13.0%

Refer to note 3 in the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022 which details the components of the changes in the gross book value and net book value of real estate held for development and sale.

Real estate held for development and sale increases as a result of acquisitions and development activities and declines as a result of sales of residential lots, homes and development land parcels. Real estate held for development and sale increased by $34,504 as at Q2 2023 compared to YE 2022 mainly due to: (i) increase of $29,622 relating to residential lots purchased from third party developers; (ii) development activities of $58,520; and (iii) sales activities of $56,163.

The following table presents Genesis' real estate held for development and sale at net book value (that is net of provisions for write-downs) as at June 30, 2023:

	Net Book Value		
Real Estate Held for Development and Sale	**Lots, multi-family & commercial parcels**	**Land held for development (1)**	**Total**
Community			
Airdrie - Bayside, Bayview, Canals	19,429	31,167	50,596
Calgary NW - Sage Meadows	3,771	-	3,771
Calgary NW - Sage Hill	23,832	-	23,832
Calgary N - Lewiston (owned by LLLP)	-	44,897	44,897
Calgary SE - Logan Landing	-	47,805	47,805
Calgary E - Huxley	-	31,234	31,234
Rocky View County - North Conrich	-	6,815	6,815
Rocky View County - OMNI	-	3,809	3,809
Sub-total	47,032	165,727	**212,759**
Other lands (2) - non-core	40	1,895	**1,935**
Total land development	47,072	167,622	**214,694**
Home building construction work-in-progress			36,564
Third party lots			47,462
Total home building			**84,026**
Total land development and home building			**298,720**
Limited Partnerships (3)			1,467
Total real estate held for development and sale			**300,187**

(1) Land held for development comprises lands not yet subdivided into single-family lots or parcels
(2) Other lands are non-core and available for sale
(3) Undivided interest of Genesis Limited Partnership #4 in the North Conrich "OMNI" project. Net of intra-segment eliminations of $646

The following table presents the breakdown of Genesis' serviced single-family lots, multi-family and commercial parcels shown above, by community as at June 30, 2023:

Serviced Lots, Multi-family and Commercial Parcels, by Community	Net Book Value	Single-family lots	Townhouse units	Townhouse/ multi-family parcels	Commercial parcels
Airdrie - Bayside, Bayview, Canals	19,429	141	29	2	-
Calgary NW - Sage Meadows	3,771	-	-	1	-
Calgary NW - Sage Hill	23,832	86	-	1	2
	47,032	**227**	**29**	**4**	**2**
Other lots - non-core	40	13	-	-	-
Total	**47,072**	**240**	**29**	**4**	**2**

The following table presents the estimated equivalent, by community of single-family lots and multi-family and commercial acres of Genesis' land held for development (shown previously) as at June 30, 2023, based on the Corporation's plans for the development of its lands. Refer to the section in this MD&A entitled "*Obtaining Additional Zoning and Servicing Entitlements*" for the status of Lewiston, Logan Landing, Huxley (Belvedere) and North Conrich. The timelines discussed are management's best estimates at this time, given the uncertainties related to the regulatory approval process and market conditions.

			Estimated Equivalent if/when Developed		
Land Held for Development, by Community	**Net Book Value**	**Land** [(1)] (acres)	**Single-family** (lots)	**Multi-family** (acres)	**Commercial** (acres)
Airdrie - Bayside, Bayview	31,167	111	743	2	2
Calgary N - Lewiston	44,897	134	952	3	4
Calgary SE - Logan Landing	47,805	354	1,606	7	3
Calgary E - Huxley	31,234	157	1,368	-	-
Rocky View County - North Conrich	6,815	425	-	-	-
Rocky View County - OMNI	3,809	135	-	-	-
	165,727	1,316	4,669	12	9
Other lands - non-core	1,895	300	-	-	-
Total	**167,622**	**1,616**	**4,669**	**12**	**9**

(1) Land not yet subdivided into single-family and other lots or parcels

Amounts Receivable

	June 30, 2023	December 31, 2022	% change
Amounts receivable	**26,952**	22,165	21.6%

Genesis generally receives a minimum 15% non-refundable deposit at the time of entering into a sale agreement for residential lots with a third party builder. Title to a lot or home that is contracted for sale is not transferred by Genesis to the builder or purchaser until full payment is received, thus mitigating credit risk. There are no amounts receivable past due.

The increase of $4,787 in amounts receivable was mainly due to higher lot sales to third party builders. As at Q2 2023, Genesis had $26,362 in amounts receivable related to the sale of 195 lots to third party builders compared to $21,207 (related to 155 lots) in amounts receivable as at YE 2022.

Individual balances due from third party builders at Q2 2023 that were 10% or more of total amounts receivable were $26,362 from two third party builders (YE 2022 - $21,207 from two third party builders).

Cash Flows from (used in) Operating Activities

Results from operations, including earnings and cash flows, vary considerably between periods for the reasons explained under the heading "*Factors Affecting Results of Operations"* in this MD&A.

	Three months ended June 30,		Six months ended June 30,	
	2023	**2022**	**2023**	**2022**
Cash flows from (used in) operating activities	**7,590**	(12,891)	**15,624**	(39,333)
Cash flows from (used in) operating activities per share - basic and diluted	**0.13**	(0.22)	**0.27**	(0.69)

The changes in cash flows from operating activities between Q2 2023 and Q2 2022 consist of the following:

	Three months ended June 30,		
	2023	**2022**	**$ change**
Cash inflows from sale of residential homes by GBG	**41,496**	21,309	20,187
Cash inflows from sale of residential lots	**5,307**	6,310	(1,003)
Cash inflows from sale of development land	**4,242**	-	4,242
Cash outflows for home building activity	**(21,456)**	(21,601)	145
Cash outflows for land servicing	**(13,347)**	(8,831)	(4,516)
Cash outflows for land and lot acquisitions	**(2,349)**	(6,068)	3,719
Cash outflows paid to suppliers and employees	**(5,832)**	(3,570)	(2,262)
Other cash inflows	**255**	110	145
Income tax payments	**(726)**	(550)	(176)
Total	**7,590**	(12,891)	20,481

The changes in cash flows from operating activities between YTD 2023 and YTD 2022 consist of the following:

	Six months ended June 30,		
	2023	**2022**	**$ change**
Cash inflows from sale of residential homes by GBG	**73,027**	44,015	29,012
Cash inflows from the sale of ownership interest in LLLP	**11,760**	-	11,760
Cash inflows from sale of residential lots	**8,311**	10,081	(1,770)
Cash inflows from sale of development land	**4,242**	2,200	2,042
Cash outflows for home building activity	**(46,741)**	(34,372)	(12,369)
Cash outflows for land servicing	**(17,981)**	(14,742)	(3,239)
Cash outflows for land and lot acquisitions	**(4,852)**	(35,026)	30,174
Cash outflows paid to suppliers and employees	**(10,587)**	(8,655)	(1,932)
Other cash inflows	**617**	409	208
Income tax payments	**(2,172)**	(3,243)	1,071
Total	**15,624**	(39,333)	54,957

Cash inflows from the sale of residential homes by GBG is related to the volume of homes sold. Genesis sells residential lots to third party builders and typically receives 15% of the purchase price as a non-refundable deposit from the builder. On receipt of a minimum 15% non-refundable deposit after agreed to services pertaining to the property have been substantially performed, Genesis recognizes all of the sales revenue. The balance of the purchase price is generally received in cash at the time of closing of the sale by the third party builder to a home buyer, which can be many months later, resulting in a timing difference between sales revenue recognition and the actual receipt of cash.

The year over year change in cash flows from operating activities is mainly due to higher cash inflows from the sale of residential homes and the ownership interest in LLLP and lower cash outflows for land and lots acquisitions. These were partially offset by higher cash outflows from home building and land servicing activities. In YTD 2022, cash outflows for lots and land acquisitions include the $26,964 payment of the acquisition of approximately 157 acres of future residential development land (Huxley) in the Belvedere ASP in the City of Calgary as well as the payment of $3,300 non-refundable deposit for the acquisition of approximately 160 acres of future residential development land in southeast Calgary. Higher outflows on home building activities in YTD 2023 reflect the large number of spec homes and outstanding new home orders for which homes are being built. In addition, lower income tax payments were made in YTD 2023 compared to YTD 2022.

LIABILITIES AND SHAREHOLDERS' EQUITY

The following table presents Genesis' liabilities and equity at Q2 2023 and YE 2022:

	June 30,		December 31,	
	2023	**% of total**	**2022**	**% of total**
Loan and credit facilities	**60,145**	**15%**	65,057	18%
Provision for future development costs	**23,726**	**6%**	24,034	7%
Customer deposits	**16,371**	**4%**	15,753	4%
Accounts payable and accrued liabilities	**27,753**	**7%**	12,470	3%
Accounts payable related to residential lot purchases	**34,220**	**9%**	17,944	5%
Lease liabilities	**736**	**0%**	841	0%
Income tax payable	**-**	**0%**	704	0%
Total liabilities	**162,951**	**41%**	136,803	37%
Non-controlling interest	**10,386**	**2%**	2,705	1%
Shareholders' equity	**225,825**	**57%**	224,632	62%
Total liabilities and equity	**399,162**	**100%**	364,140	100%

The ratio of total liabilities to equity is as follows:

	June 30, 2023	December 31, 2022
Total liabilities	**162,951**	136,803
Total equity	**236,211**	227,337
Total liabilities to equity [(1)]	**69%**	60%

[(1)] *Calculated as total liabilities divided by total equity*

Loan and Credit Facilities

	Q2 2023	Q1 2023	Q4 2022	Q3 2022	Q2 2022
Corporate revolving line of credit	**21,257**	11,350	25,626	28,688	11,538
Demand land project servicing loans	**10,156**	11,682	12,522	8,450	4,186
Demand operating line - LLLP	**20,931**	20,554	20,198	-	-
Demand operating line for single-family homes	**8,575**	6,732	7,364	4,163	3,014
	60,919	50,318	65,710	41,301	18,738
Unamortized deferred fees on loan and credit facilities	**(774)**	(864)	(653)	(639)	(724)
Balance, end of period	**60,145**	49,454	65,057	40,662	18,014

The continuity of Genesis' loan and credit facilities, excluding deferred fees, is as follows:

	Six months ended June 30, 2023	Year ended December 31, 2022
Balance, beginning of period	**65,710**	33,260
Advances	**27,356**	84,151
Repayments	**(32,147)**	(51,701)
Balance, end of period	**60,919**	65,710

Loan and credit facilities are used primarily to finance the costs of developing land, building homes and for land purchases. Genesis accesses these facilities, cash from operations and cash on hand in a balanced manner to finance its operations.

Genesis has various covenants in place with its lenders with respect to its loan and credit facilities. Such covenants include credit usage restrictions; cancellation, prepayment, confidentiality and cross default clauses; sales coverage requirements; conditions precedent for funding; and other terms such as, but not limited to, maintaining contracted lot prices, restrictions on encumbrances, liens and charges, material changes to project plans, and material changes in the Corporation's ownership structure.

Genesis and its consolidated entities were in compliance with all lender covenants for all periods in this MD&A.

Corporate revolving line of credit

Genesis has a corporate revolving line of credit with a major Canadian financial institution at an interest rate per annum of prime +1.90%. This is secured by specific dedicated lands and a general corporate charge on all assets of the Corporation. As at June 30, 2023, the amount drawn on this facility was $21,257 (YE 2022 - $25,626). In January 2023, the facility was extended and now matures on February 1, 2026.

Demand land project servicing loans

As at June 30, 2023, Genesis had land project servicing facilities with $10,156 drawn (YE 2022 - $12,522). Up to $14,555 is available to finance future development and servicing costs as land development activities progress. These facilities bear interest at prime +0.50% per annum, mature between May 12, 2024 and March 19, 2025 and are secured by agreements receivable, real estate held for development and sale, and a corporate guarantee.

Demand operating line for LLLP

LLLP has a demand operating credit facility of $21,500 with a major Canadian chartered bank at an interest rate per annum of prime +0.50%. This facility is secured by specific lands, and a Genesis corporate guarantee, and matures on October 27, 2025. As at June 30, 2023, the amount drawn on this facility was $20,931 (YE 2022 - $20,198).

Demand land project servicing loan for LLLP

In Q2 2023 LLLP entered into a demand land servicing credit facility up to $35,428 with a major Canadian chartered bank at an interest rate per annum of prime +0.50%. This facility matures 36 months from the date of initial drawdown. There have been no drawdowns to date.

Demand operating line for single-family homes

GBG has a demand operating line of $10,000 bearing interest at prime +0.75% per annum. This facility is secured by housing projects under development and a corporate guarantee. As at June 30, 2023, the amount drawn on this facility was $8,575 (YE 2022 - $7,364). In July 2023, the facility limit was increased to $25,000. The facility does not have a specified maturity date.

Provision for Future Development Costs

When Genesis sells lots, land parcels and homes, it remains responsible for the payment of certain future development costs known as provision for future development costs ("FDC").

In Genesis' land development business, FDC represents the estimated remaining construction and other development costs related to each lot or parcel that has previously been sold by Genesis, if any. These estimated costs include the direct and indirect construction and other development costs, including municipal levies, expected to be incurred by Genesis during the remainder of the development process, net of expected future recoveries from third parties that are allocable to the relevant lot or parcel. FDC is reviewed periodically and, when a prior estimate is known to be different from the actual costs incurred or expected to be incurred, an adjustment is made to FDC and a corresponding adjustment is made to cost of sales and in some cases, to real estate held for development and sale.

FDC for GBG are estimated future costs relating to previously sold homes, which are primarily for seasonal and other work (such as finishing and landscaping) and estimated warranty expenses over the one-year warranty period.

FDC as at Q2 2023 was $18,359 for the land division (YE 2022 - $20,105) and $5,367 for GBG (YE 2022 - $3,929). For additional details, please see information provided under the heading "*Critical Accounting Estimates"* in this MD&A.

LIQUIDITY AND CAPITAL RESOURCES

Genesis had cash and cash equivalents of $40,215 and loan and credit facilities of $60,145 at Q2 2023 compared to $36,598 and $65,057 respectively at YE 2022, resulting in net debt (refer to heading "*Non-GAAP Measures"* in this MD&A) of $19,930 at Q2 2023 compared to net debt (refer to heading "*Non-GAAP Measures"* in this MD&A) of $28,459 at YE 2022. The components of loan and credit facilities are detailed below. For additional details, please see information provided under the heading "*Loan and Credit Facilities"* in this MD&A.

	June 30, 2023	December 31, 2022	% change
Cash and cash equivalents	**40,215**	36,598	9.9%
Corporate revolving line of credit	**20,582**	25,104	(18.0%)
Demand land project servicing and home building loans	**18,682**	19,815	(5.7%)
Demand operating line - LLLP	**20,881**	20,138	3.7%
Total loan and credit facilities	**60,145**	65,057	(7.6%)
Net debt (1) (2)	**(19,930)**	(28,459)	(30.0%)

(1) Calculated as the difference between cash and cash equivalents and total loan and credit facilities
(2) Non-GAAP financial measure. Refer to heading "Non-GAAP Measures" in this MD&A

Loan and credit facilities as a percentage of total assets [1]	June 30, 2023	December 31, 2022	% change
Corporate revolving line of credit	**5.2%**	6.9%	(24.6%)
Demand land project servicing and home building loans	**4.7%**	5.4%	(13.0%)
Demand operating line - LLLP	**5.2%**	5.5%	(5.5%)
Loan and credit facilities to total assets	**15.1%**	17.8%	(15.2%)
Total liabilities to equity [2]	**69.0%**	60.2%	14.6%

[1] Calculated as each component of loan and credit facilities divided by total assets
[2] Calculated as total liabilities divided by total equity

Net debt [1] as a percentage of total assets	June 30, 2023	December 31, 2022	% change
Cash and cash equivalents	**40,215**	36,598	9.9%
Loan and credit facilities	**60,145**	65,057	(7.6%)
Net debt [1] [2]	**(19,930)**	(28,459)	(30.0%)
Net debt to total assets [3]	**(5.0%)**	(7.8%)	(35.9%)

[1] Non-GAAP financial measure. Refer to heading "Non-GAAP Measures" in this MD&A
[2] Calculated as the difference between cash and cash equivalents and total loan and credit facilities
[3] Calculated as net debt divided by total assets

Based on the Corporation's operating history, relationships with lenders and committed sales contracts, management believes that Genesis has the ability to continue to renew or repay its financial obligations as they become due. The Corporation expects to generate sufficient liquidity from its cash flows from operating activities, undrawn credit facilities and cash on hand to meet its financial obligations (including the above liabilities) and commitments as they become due.

Finance Expense

	Three months ended June 30,			Six months ended June 30,		
	2023	**2022**	**% change**	**2023**	**2022**	**% change**
Interest incurred	**(975)**	(186)	N/R [1]	**(2,038)**	(508)	N/R [1]
Financing fees amortized	**(91)**	(87)	4.6%	**(180)**	(168)	7.1%
Interest and financing fees capitalized	**169**	105	61.0%	**370**	216	71.3%
	(897)	(168)	N/R [1]	**(1,848)**	(460)	N/R [1]

[1] Not relevant due to size of the change

Finance expenses were higher in Q2 2023 and YTD 2023 compared to the same periods in 2022 due to higher interest rates and higher average loan balances. This was partially offset by higher interest and financing fees capitalized as a component of development activities in 2023.

The weighted average interest rate of loan agreements with various financial institutions was 7.97% (Q2 2022 - 5.10%) based on June 30, 2023, balances.

Income Tax Recoverable (Payable)

The continuity in income tax recoverable (payable) is as follows:

	Six months ended June 30, 2023	Year ended December 31, 2022
Balance, beginning of period	**(704)**	(2,092)
Provision for current income tax	**(962)**	(2,858)
Net payments	**2,172**	4,246
Balance, end of period	**506**	(704)

As at June 30, 2023, income tax recoverable of $506 is due to tax installments paid during the year.

Shareholders' Equity

As at July 27, 2023, the Corporation had 56,852,673 common shares issued and outstanding. The common shares of the Corporation are listed for trading on the Toronto Stock Exchange under the symbol "GDC".

The Corporation purchased and cancelled common shares under its NCIBs as follows:

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Number of shares purchased and cancelled	**354**	-	**10,662**	-
Total cost	**-**	-	**23**	-
Average price per share purchased	**2.07**	-	**2.16**	-
Shares cancelled as a % of common shares outstanding at beginning of period	**0.00%**	-	**0.02%**	-

During YTD 2023, the Corporation purchased and cancelled 10,662 common shares for $23 at an average cost of $2.16 per share (representing 0.02% of issued and outstanding shares at the beginning of period) compared to nil purchase in YTD 2022.

The Corporation repurchased 8,740 common shares between July 1, 2023 and July 27, 2023 for cancellation under the NCIB. As of the date of this MD&A, there are 2,823,764 common shares remaining for purchase under the currently authorized NCIB.

Contractual Obligations and Debt Repayment

Contractual obligations (excluding accounts payable, accrued liabilities, income tax payable, customer deposits and provision for future development costs) at Q2 2023 were as follows:

	Loan and Credit Facilities (1)	Levies and Municipal Fees	Land and Lot Purchase Contracts (2)	Lease Obligations (3)	Total
Current	11,372	7,985	12,026	538	**31,921**
July 2024 to June 2025	7,359	4,960	36,250 (4)	426	**48,995**
July 2025 to June 2026	42,188	2,047	181	421	**44,837**
July 2026 and thereafter	-	-	-	282	**282**
Total	60,919	14,992	48,457	1,667	**126,035**

(1) Excludes deferred fees on loan and credit facilities
(2) Lot purchase contracts are from both third party-developers and from LLLP
(3) Includes variable operating costs
(4) Includes $26,700 related to the purchase of approximately 160 acres of future residential development land in the southeast sector of the City of Calgary. The purchase is scheduled to close on January 31, 2025

Levies and municipal fees are related to municipal agreements signed by Genesis on commencement of development of certain real estate assets. Non-payment of levies and municipal fees could result in the municipalities drawing upon letters of credit or surety bonds, impact the development of the associated real estate assets and impact Genesis' status as a developer with the municipality. Genesis is current with regard to all levies and fees due to municipal authorities.

Land and lot purchase contracts of $48,457 include $21,757 relating to the purchase of lots from third-party developers and LLLP as part of GBG's operations. These contracts generally require an initial deposit with the balance of the contract price being paid at agreed future dates.

Genesis has certain lease agreements that are entered in the normal course of operations. Genesis signed a sublease for a new head office in Calgary in April 2020 and moved in September 2020. The sublease expires in February 2027 and the total payments over the remaining term of the lease for base rent and parking is $652. In the event the office lease is terminated early, Genesis is liable to pay the landlord for the loss of its income for the unexpired portion of the lease, in addition to damages and other expenses incurred by the landlord, if any. Genesis also has other minor operating leases.

As a normal part of business, Genesis has entered into arrangements and incurred obligations that will impact future operations and liquidity, some of which are reflected as short-term liabilities.

Current Contractual Obligations and Commitments

	June 30, 2023	December 31, 2022
Loan and credit facilities, excluding deferred fees on loan and credit facilities	**11,372**	7,364
Accounts payable and accrued liabilities	**27,753**	12,470
Accounts payable related to residential lot purchases	**20,078**	13,036
Total short-term liabilities	**59,203**	32,870
Levies and municipal fees	**7,985**	7,475
Land and lot purchase contracts	**12,026**	7,932
Lease obligations	**538**	547
	79,752	48,824

As at the end of Q2 2023, Genesis had obligations due within the next 12 months of $79,752 of which $11,372 related to loan and credit facilities. Repayment is either linked directly to the collection of lot receivables and sales proceeds or due at maturity. Management expects that Genesis will have sufficient liquidity from its cash flows from operating activities, supplemented by undrawn credit facilities and cash on hand, to meet its financial obligations (including the above liabilities) as they become due.

OFF BALANCE SHEET ARRANGEMENTS

Letters of Credit and Surety Bonds

Genesis has an ongoing requirement to provide irrevocable letters of credit and surety bonds to municipalities as part of the sub-division plan registration process. These letters of credit and surety bonds indemnify the municipalities by enabling them to draw upon them if Genesis does not perform its contractual obligations. At Q2 2023, these amounted to approximately $7,056 (YE 2022 - $5,414).

Levies and Municipal Fees

For additional details, please see information provided under the heading "*Contractual Obligations and Debt Repayment"* in this MD&A.

Land and Lot Purchase Contracts

For additional details, please see information provided under the heading "*Contractual Obligations and Debt Repayment"* in this MD&A.

SUMMARY OF QUARTERLY RESULTS

	Q2 2023	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022	Q4 2021	Q3 2021
Revenues	**53,188**	37,349	54,157	43,610	22,211	20,379	26,531	34,988
Net earnings (loss) [1]	**4,093**	160	3,062	1,857	97	(496)	4,252	2,615
EPS [2]	**0.07**	0.00	0.05	0.04	0.00	(0.01)	0.09	0.06

[1] Net earnings (loss) attributable to equity shareholders
[2] Net earnings (loss) per share - basic and diluted

	Q2 2023	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022	Q4 2021	Q3 2021
Dividends declared and paid	**4,833**	-	4,265	4,265	-	-	-	-
Dividends declared and paid - per share	**0.085**	-	0.075	0.075	-	-	-	-

	Q2 2023	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022	Q4 2021	Q3 2021
Residential lots sold to third parties (units)	**45**	30	84	54	2	4	2	38
Residential lots sold through GBG (units)	**59**	32	22	20	22	28	47	47
Total residential lots sold (units)	**104**	62	106	74	24	32	49	85

	Q2 2023	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022	Q4 2021	Q3 2021
Homes sold (units)	**69**	60	57	45	36	31	51	47

	Q2 2023	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022	Q4 2021	Q3 2021
Development land revenues	**4,242**	-	6,338	7,453	-	2,200	-	4,945

Cash flows from (used in) operating activities	Q2 2023	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022	Q4 2021	Q3 2021
Amount	**7,590**	8,034	(1,686)	(2,737)	(12,891)	(26,442)	(6,326)	1,247
Per share - basic and diluted	**0.13**	0.14	(0.03)	(0.05)	(0.22)	(0.47)	(0.15)	0.03

In general, revenues and net earnings are mainly affected by the volume of residential lot and home sales, development land parcel sales, and write-downs or reversals of write-downs, if any. Seasonality affects the land development and home building industry in Canada, particularly winter weather conditions. For additional details, please see information provided under the heading "*Factors Affecting Results of Operations"* in this MD&A which discusses the factors that affect Genesis' results and seasonality further.

During Q2 2023, Genesis sold 45 residential lots to third party builders and 69 homes of which 59 homes were built on Genesis' lots. Revenues were higher in Q2 2023, compared to Q1 2023, due to higher residential home sales, residential lot sales to third parties and a development land sale during the quarter. Gross margins in Q2 2023 were higher than in Q1 2023. General and administrative expenses and net finance expenses were lower while selling and marketing expenses were higher in Q2 2023 compared to Q1 2023. Income tax expenses were $1,070 in Q2 2023 compared to $39 in Q1 2023. As a result of these factors, net earnings were $4,093 in Q2 2023 compared to net earnings of $160 in Q1 2023.

During Q1 2023, Genesis sold 30 residential lots to third party builders and 60 homes of which 32 homes were built on Genesis' lots. Revenues were lower in Q1 2023, compared to Q4 2022, due to lower residential home sales, residential lot sales to third parties and development land sales during the quarter. Q1 2023 included no write-down or reversal of write-down, while Q4 2022 included $1,086 related to net reversal of write-downs previously taken. Therefore, gross margins in Q1 2023 were lower than in Q4 2022. In Q1 2023, there was no change in the fair value of the Corporation's investments in land development entities, while a gain of $560 was recorded in Q4 2022. Selling and marketing expenses, general and administrative expenses and net finance expenses were marginally higher in Q1 2023 compared to Q4 2022. Income tax expenses were $39 in Q1 2023 compared to $836 in Q4 2022. As a result, net earnings were $160 in Q1 2023 compared to net earnings of $3,062 in Q4 2022.

During Q4 2022, Genesis sold 84 residential lots to third party builders and 57 homes of which 22 homes were built on Genesis' lots. Revenues were higher in Q4 2022, compared to Q3 2022, due to higher residential home sales and residential lot sales to third parties, partially offset by lower development land sales during the quarter. Q4 2022 included $1,086 related to net reversal of write-downs previously taken, while Q3 2022 included no write-down or reversal of write-down. Gross margins in Q4 2022 were higher than in Q3 2022 with residential lots and development land sales all contributing to this. In Q4 2022, the Corporation recorded $560 as a gain in investments in land development entities with no gain recorded in Q3 2022. Selling and marketing expenses, general and administrative expenses and net finance expenses were higher in Q4 2022 compared to Q3 2022. Income tax expenses were $836 in Q4 2022 compared to $680 in Q3 2022. As a result, net earnings were $3,062 in Q4 2022 compared to net earnings of $1,857 in Q3 2022.

During Q3 2022, Genesis sold 54 residential lots to third party builders and 45 homes of which 20 homes were built on Genesis' lots. Revenues were higher in Q3 2022, compared to Q2 2022, due to higher residential home sales, residential lot sales to third parties and development land sales during the quarter. As a result, gross margins in Q3 2022 were higher than in Q2 2022. Selling and marketing expenses and net finance expenses were higher while general and administrative expenses were lower in Q3 2022 compared to Q2 2022. Income tax expenses were $680 in Q3 2022 compared to $84 in Q2 2022. As a result of these factors, net earnings were $1,857 in Q3 2022 compared to net earnings of $97 in Q2 2022.

During Q2 2022, Genesis sold 2 residential lots to third party builders and 36 homes of which 22 homes were built on Genesis' lots. Revenues were higher in Q2 2022, compared to Q1 2022, due to higher residential home sales, partially offset by lower development land sales and residential lot sales to third parties during the quarter. As a result, gross margins in Q2 2022 were higher than in Q1 2022. General and administrative, selling and marketing, net finance expenses and income tax expenses were comparable between Q2 2022 to Q1 2022. As a result of these factors, net earnings were $97 in Q2 2022 compared to a net loss of $496 in Q1 2022.

During Q1 2022, Genesis sold 4 residential lots to third party builders and 31 homes of which 28 homes were built on Genesis' lots. Revenues were lower in Q1 2022, compared to Q4 2021, due to lower residential home sales, partially offset by higher development land and residential lot sales to third parties during the quarter. Q1 2022 included no write-down or reversal of write-down, while Q4 2021 included a reversal of write-down of $3,265. Gross margins in Q1 2022 were lower than in Q4 2021 accordingly. In Q1 2022, there was no change in investments in land development entities, while the Corporation recorded a gain of $562 in Q4 2021. General and administrative expenses and net finance expenses were marginally higher while selling and marketing expenses were lower in Q1 2022 compared to Q4 2021. Income tax expenses were $28 in Q1 2022 compared to $1,226 in Q4 2021. As a result of these factors, a net loss was $496 in Q1 2022 compared to net earnings of $4,252 in Q4 2021.

During Q4 2021, Genesis sold 2 residential lots to third party builders and 51 homes of which 47 homes built on Genesis' lots. Revenues were lower in Q4 2021, compared to Q3 2021, due to no development land sales and significantly lower residential lot sales, with this being partially offset by higher residential home sales during the quarter. Q4 2021 included $3,265 related to reversal of write-downs previously taken, while Q3 2021 included a $1,003 corresponding reversal of a write-down. Gross margins in Q4 2021 were higher than in Q3 2021 with residential lots and home sales all contributing to this. In Q4 2021, the Corporation recorded $562 as a gain in investments in land development entities with no gain recorded in Q3 2021. General and administrative expenses, selling and marketing expenses and net finance expenses were higher in Q4 2021 compared to Q3 2021. Income tax expenses were $1,226 in Q4 2021 compared to $801 in Q3 2021. As a result of these factors, net earnings in Q4 2021 were higher than in Q3 2021.

During Q3 2021, Genesis sold 38 residential lots to third party builders and 47 homes. Revenues were higher in Q3 2021, compared to Q2 2021, due to higher development land and residential lot sales, with this being partially offset by lower residential home sales during the quarter. Gross margins in Q3 2021 were marginally lower than in Q2 2021. While development land sales had a higher gross margin than in Q2 2021, this higher gross margin was offset by lower gross margins on residential lots and homes in Q3 2021. Q3 2021 gross margins also included $1,003 related to the reversal of a write-down previously taken with no corresponding reversal of write-down or write-down in Q2 2021. Both selling and marketing expenses and net finance expenses were lower in Q3

2021 compared to Q2 2021 while general and administrative expenses were higher between Q3 2021 and Q2 2021. Income tax expenses were $801 in Q3 2021 compared to $955 in Q2 2021. As a result of these factors, net earnings in Q3 2021 were comparable to Q2 2021.

RELATED PARTY TRANSACTIONS

Transactions occurred during the six months ended June 30, 2023, with the following related parties:

In 2005, the Corporation sold a 49% undivided interest in approximately 610 acres to Genesis Limited Partnership #4 and GLP5 NE Calgary Development Inc. (collectively, "LP4/5 group") for $7,670. In July 2022, the Corporation repurchased from LP4/5 group their 49% undivided interest in 456 acres of land for $6,699 with LP4/5 group still owning a 49% undivided interest in the remaining 154 acres of land. Cash proceeds to LP4/5 group were $5,038 with the remainder of $1,661 being applied against debt owed to the Corporation by LP4/5 group. In February 2023, the Corporation paid $1,253 to GLP5 NE Calgary Development Inc. to acquire an additional 25 acres in the OMNI project in North Conrich. This results in Genesis holding a 100% interest in 456 acres of land and a 73% interest (previously 59%) in the 185-acre OMNI project, with the remaining 27% being held by Genesis Limited Partnership #4.

SUMMARY OF ACCOUNTING CHANGES

The Corporation adopted no new IFRSs or interpretations as of January 1, 2023.

CRITICAL ACCOUNTING ESTIMATES

The preparation of consolidated financial statements in accordance with IFRS requires management to make judgments and estimates that affect the reported amounts of revenues, expenses (including stock-based compensation), assets and liabilities, and the disclosure of contingent liabilities at the reporting date for the land development and the home building businesses. On an ongoing basis, management evaluates its judgments and estimates in relation to revenues, expenses, assets and liabilities. Management uses historical experience, third party appraisals and reports and various other factors it believes to be reasonable under the given circumstances as the basis for its judgments and estimates. Actual outcomes may differ from these estimates under different assumptions and conditions. There were no material changes made to the critical accounting estimates for Q2 2023 and Q2 2022. Refer to note 2(q) in the consolidated financial statements for the years ended December 31, 2022 and 2021 for additional information on judgments and estimates.

Provision for Future Development Costs

Changes in estimated future development costs (net of recoveries, if any) related to land, lots and homes previously sold by Genesis and for which it has ongoing obligations directly impacts the amount recorded for the future development liability, cost of sales, gross margin and, in some cases, the value of real estate under development and held for sale. This liability is subject to uncertainty due to the longer time frames involved, particularly in land development.

Reversal of Write-down / Write-down of Real Estate Held for Development and Sale

The Corporation estimates the net realizable value ("NRV") of real estate held for development and sale at least annually or whenever events or changes in circumstances indicate the carrying value may exceed NRV. The estimate is based on valuations conducted by independent real estate appraisers, other professional reports and estimates and takes into account recent market transactions of similar and adjacent lands and housing projects in the same geographic area.

Valuation of Amounts Receivable

Amounts receivable are reviewed on a regular basis to estimate recoverability of balances. Any overdue amounts and any known issues about the financial condition of debtors are taken into account when estimating recoverability.

Investments in Land Development Entities

The fair value of investments in land development entities are based on the market approach method. This method uses prices and other relevant information that have been generated by market transactions involving identical or comparable assets.

INTERNAL CONTROL OVER FINANCIAL REPORTING

The Chief Executive Officer and Chief Financial Officer of the Corporation have designed Genesis' Disclosure Controls and Procedures ("DC&P") and Internal Control over Financial Reporting ("ICFR") and certified that Genesis' DC&P and ICFR were effective as at June 30, 2023.

There were no changes in the Corporation's ICFR during the three months ended June 30, 2023 that have materially affected or are reasonably likely to materially affect the Corporation's ICFR.

RISKS AND UNCERTAINTIES

In the normal course of business, Genesis is exposed to certain risks and uncertainties inherent in the real estate development and home building industries. Real estate development and home building are cyclical and capital-intensive businesses. As a result, the profitability and liquidity of Genesis could be adversely affected by external factors beyond the control of management. Risks and uncertainties faced by Genesis include industry risk, competition, supply and demand, geographic risk, development and construction costs, credit and liquidity risks, finance risk, interest risk, management and key personnel risk, mortgage rates and financing risk, general uninsured losses, cyber-security and business continuity risk, environmental risk and government regulations.

In Q2 2023, the Alberta economy continued to grow with strong prices for oil and natural gas and increased immigration fueling this growth. In the second half of 2022 the increase in home prices, rising lending rates and continued inflationary pressures weighed on demand and this has continued into 2023. This is offset by historically low home supply and continued robust population growth. While overall demand increased in Q2 2023, given the volatile economy, it is not possible to reliably estimate the length and overall impact of these developments and the impact on the financial results and condition of the Corporation in future periods.

There may be additional risks that management may need to consider from time to time. For a more detailed discussion on the Corporation's risk factors, refer to Genesis' AIF for the year ended December 31, 2022 available on SEDAR at www.sedarplus.com.

NON-GAAP MEASURES

Non-GAAP measures do not have any standardized meaning according to IFRS, and therefore may not be comparable to similar measures presented by other reporting issuers.

Net debt is a non-GAAP measure, and therefore may not be comparable to similar measures presented by other reporting issuers. Net debt is calculated as the difference between cash and cash equivalents and loan and credit facilities. Management believes that net debt is an important measure to monitor leverage and evaluate the balance sheet. The most comparable GAAP financial measure is loan and credit facilities.

The table below shows the calculation of net debt:

	June 30, 2023	**December 31, 2022**
Cash and cash equivalents	**40,215**	36,598
Loan and credit facilities	**60,145**	65,057
Net debt	**(19,930)**	(28,459)

OTHER

Additional information relating to the Corporation can be found on SEDAR at

www.sedarplus.com.

ADVISORIES

Cautionary Note Regarding Forward-Looking Statements

This MD&A contains certain statements which constitute forward-looking statements or information ("forward-looking statements") within the meaning of applicable securities legislation, including Canadian Securities Administrators' National Instrument 51-102 - *Continuous Disclosure Obligations*, concerning the business, operations and financial performance and condition of Genesis. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "proposed", "scheduled", "future", "likely", "seeks", "estimates", "plans", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved".

Although Genesis believes that the anticipated future results, performance or achievements expressed or implied by forward-looking statements are based upon reasonable assumptions and expectations, the reader should not place undue reliance on forward-looking statements because they involve assumptions, known and unknown risks, uncertainties and other factors many of which are beyond the Corporation's control, which may cause the actual results, performance or achievements of Genesis to differ materially from anticipated future results, performance or achievement expressed or implied by such forward-looking statements. Accordingly, Genesis cannot give any assurance that its expectations will in fact occur and cautions that actual results may differ materially from those in the forward-looking statements.

Forward-looking statements are based on material factors or assumptions made by us with respect to, among other things, opportunities that may or may not be pursued by us; changes in the real estate industry; fluctuations in the Canadian and Alberta economy; changes in the number of lots sold and homes delivered per year; and changes in laws or regulations or the interpretation or application of those laws and regulations. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of our control. Forward-looking statements in this MD&A and factors that could cause actual results to differ materially from such statements include, but are not limited to, those outlined in the following table:

Forward-looking statements in this MD&A include, but are not limited to:	**Factors that could cause actual results to differ materially from those set forth in the forward-looking statements include, but are not limited to:**
• the availability of excess cash on hand and its proposed use; • the future exercise of any right to purchase; • the future payment of dividends and/or common share buybacks; • the timing and approval of the Logan Landing final pre-development approvals; • the timing and approval of Huxley Outline Plan and Land Use Applications, and anticipated commencement of development of these lands; • the timing and approval of the conceptual scheme for the OMNI ASP and planning for an interchange to provide site access; • the anticipated number of housing units in the various communities upon completion; • the expected completion dates of various projects that GBG is currently engaged in, the timeline for pre-construction homes and anticipated lot yields for projects under development; • plans and strategies surrounding the acquisition of additional land; • commencement of the servicing phase and the construction phase of various communities and projects; • the financing of such phases and expected increased leverage; • anticipated general economic and business conditions, including forecasted economic growth; • potential changes, if any, to the federal mortgage lending rules and other rules that may impact home ownership in Canada; • expectations for lot and home prices; • construction starts and completions; • future development costs; • anticipated expenditures on land development activities; • GBG's sales process and construction margins; • the payment of dividends; and • the ability to continue to renew or repay financial obligations and to meet liabilities as they become due.	• the impact of contractual arrangements and incurred obligations on future operations and liquidity; • local real estate conditions, including the development of properties in close proximity to Genesis' properties and the strength and growth of the Calgary economy; • the uncertainties of real estate development and acquisition activity; • fluctuations in interest and inflation rates; • ability to access and raise capital and debt financing on favorable terms, or at all; • not realizing on the anticipated benefits from transactions or not realizing on such anticipated benefits within the expected time frame; • the cyclicality of the oil and gas industry; • changes in the Canadian US dollar exchange rate; • labour matters; • product availability due to supply chain issues and (or) cost increases; • governmental laws and regulations; • general economic and financial conditions; • stock market volatility; and • other risks and factors described from time to time in the documents filed by Genesis with the securities regulators in Canada available at www.sedarplus.com, including in this MD&A under the heading "*Risks and Uncertainties*" and the AIF under the heading "*Risk Factors*".

The forward-looking statements contained in this MD&A are made as of the date of this MD&A, based only on information currently available to us, and, except as required by applicable law, Genesis does not undertake any obligation to publicly update or to revise any of the forward-looking statements, whether as a result of new information, future events or otherwise.