Plank Ventures Ltd.

Management Discussion and Analysis

(Expressed in Canadian Dollars)

For the six months ended January 31, 2025 and 2024

TO OUR SHAREHOLDERS

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following is management's discussion and analysis ("MD&A") of Plank Ventures Ltd.'s ("Plank" or the "Company") operating and financial results for the six months ended January 31, 2025, and 2024 as well as information and expectations concerning the Company's outlook based on currently available information. This report is dated March 27, 2025.

This MD&A should be read in conjunction with the Company's condensed consolidated interim financial statements for the six months ended January 31, 2025, and 2024. Additional information is available at www.sedarplus.ca.

Management is responsible for the preparation and integrity of the financial statements, including the maintenance of appropriate information systems, procedures and internal controls and to ensure that information used internally or disclosed externally, including the condensed consolidated interim financial statements and MD&A, is complete and reliable. The Company's Board of Directors follows recommended corporate governance guidelines for public companies to ensure transparency and accountability to shareholders. The Board's audit committee meets with management no less than quarterly to review the financial statements including the MD&A and to discuss other financial, operating, and internal control matters.

CAUTION REGARDING FORWARD-LOOKING INFORMATION

This MD&A contains forward-looking information including the Company's future plans. The use of any of the words "target", "plans", "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. Such forward looking information, including but not limited to statements pertaining to the Company's future plans and management's belief as to the Company's potential involve known and unknown risks uncertainties, which could be significant, and other factors which may cause the actual results of the Company and its operations to be materially different from estimated costs or results expressed or implied by such forward-looking statements. Forward looking information is based on management's expectations regarding future growth, results of operations, future capital and other expenditures (including the amount, nature and sources of funding for such expenditures), business prospects and opportunities. These risks related to forward looking information include, but are not limited to: the risks associated with the commercial viability of any technologies the Company is in the process of developing or deploying, delays or changes in plans with respect to any technologies, costs and expenses, the risk of foreign exchange rate fluctuations, risks associated with securing the necessary regulatory approvals and financing to proceed with any planned business venture, product development or deployment, and risks and uncertainties regarding the potential to economically scale and bring to profitability any of the Company's current or planned endeavors. Although the Company has attempted to take into account important factors that could cause actual costs or results to differ materially, there may be other factors that cause the results of the Company's business to not to be as anticipated, estimated or intended.

There can be no assurance that such statements will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. See the Risk Management section of this MD&A for a further description of these risks. The forward-looking information included in this MD&A is expressly qualified in its entirety by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking information.

1. SUMMARY OF OPERATIONS AND EVENTS

Plank Ventures Ltd. (the "Company") was incorporated on May 1, 2013, under the Business Corporations Act.

The Company invests in business opportunities in the technology arena. The target investments are early-stage start-ups that have already developed a customer and revenue base and are seeking funding for expansion.

Investment in Votigo, Inc. ("Votigo")

a) **Votigo**
As of January 31, 2025 and July 31, 2024, the Company owns 40.62% of Votigo's total outstanding issued shares (834,349 Series A and 1,111,111 Series B Convertible Preferred Share) and is the sole owner of Series B Shares. In accordance with IFRS 10, the Company has control over Votigo due to the special rights provided to holders of Series B Shares. The holders of Series B Shares have certain protective provisions whereby Votigo must obtain the consent from a majority of the holders of Series B Shares prior to entering into certain transactions. In addition, the Company entered into a voting agreement which gives the Company the right to appoint the majority of the directors of Votigo.

b) **US Sweeps**
As at January 31, 2025 and July 31, 2024, Votigo owns 100% of US Sweeps. Laughton Marketing Communications, Inc. dba US Sweepstakes and Fulfillment Company ("US Sweeps"), a Rochester, NY based sweepstakes and fulfilment company.

c) **Promotion Activators**
As at January 31, 2025 and July 31, 2024, Votigo owns 100% of Promotion Activators, a company in the sweepstakes and contest administration space. The Company has certain remaining instalment payments due on each anniversary of the original transaction.

Investment in ThinkCX Technologies Inc. ("ThinkCX")

On August 30, 2018, the Company purchased 945,945 units of ThinkCX for $350,000. Each unit consisted of one Series 1 Class A preferred share and one Series 1 Class A preferred share purchase warrant. The warrants have since expired unexercised.

Investment in SiteMax Systems Inc. ("SiteMax")

As at January 31, 2025 and 2024 , the Company holds an aggregate of 1,364,594 SiteMax common shares, which represents 38.20% ownership interest. The Company determined that it does not have significant influence over SiteMax due to the fact that investee is controlled by its management who hold majority ownership of SiteMax. As at January 31, 2025, the fair value of the SiteMax common shares is $1,765,650 (2023 - $1,391,264).

On October 27, 2022, the Company exchanged its loans receivable with SiteMax for $177,200 convertible promissory note. The note carries a simple interest rate of 8% per annum and matures two years from initial closing on October 27, 2024 and available on demand thereafter the maturity date. As a result of the exchange, the Company recognized a loss on debt extinguishment of $25,830.

During the period ended January 31, 2025, the Company recorded a fair value gain of $17,057 (January 31, 2024 – $14,221) on its investment in SiteMax.

Investment in 500 Startups Canada, L.P. ("500 Startups")

As at January 31, 2025, the fair value of the Company's investment in 500 Startups is $491,251 (2024 - $491,251).

Investment in Shop and Shout Ltd. (DBA "Creator")

As of January 31, 2025, the Company owns 1,127,472 Class A common shares (July 31,2024 – 1,027,472) of Creator with a fair value of $3,240,659 (July 31, 2024 – $2,953,232).

On August 30, 2022, the Company invested $300,000 in Creator in the form of a convertible promissory note carrying a 10% annual interest rate and due on August 30, 2023, and 100,000 share purchase warrants, where each warrant provides the right to purchase 1 Class A common share of Creator at $0.50 per for a period of two years from the date of issuance. On December 5, 2022, the Company made a follow-on investment of $200,000 into Creator in the form of a convertible promissory note carrying a 10% annual interest rate and due on August 30, 2023.

As at July 31, 2023, the fair value of the convertible promissory note was $1,873,898 and on August 30, 2024, the Company's convertible promissory notes of $500,000 plus accrued interest were converted into 709,825 Class A common shares.

On August 30, 2024, The Company exercised it's 100,000 warrants of Creator and purchased 100,000 Class A common shares at $0.50 per share

Investment in Karve IT Ltd. ("Karve")

As at January 31, 2025, the Company owns 310,000 shares of Karve, representing approximately 60.78% ownership of the investee.

On August 30, 2024, the Company obtained control of Karve due to Karve completing a buyback of shares, which resulted in the Company holding a majority shareholding. Prior to gaining control, the company held 34.44% equity interest in the subsidiary. As a result of obtaining control, the Subsidiary was consolidated into the Company's financial statements in accordance with IFRS 10 Consolidated Financial Statements.

Prior to gaining control of Karve on August 30, 2024, the Company accounted for its interest in Karve using the equity method, and recognized its share of Karve's net loss of $582 (January 31, 2024 - $34,334) in the condensed consolidated interim statements of income (loss) and comprehensive income (loss).

On March 29, 2022, the Company entered into a Simple Agreement for Future Equity subscription agreement (the "SAFE") for an aggregate subscription price of $300,000.

The SAFE provides that the investment will be converted into common shares of Karve at a price equal to $3,000,000 divided by the capitalization of Karve.

On October 21, 2024, the company terminated it's $300,000 SAFE in Karve and issued new promissory notes equivalent to the SAFE amount. The loan is on demand and bears interest at 12%.

Investment in East Side Games Group ("ESGG"), formerly Leaf Mobile Inc. ("Leaf")

As at January 31, 2025, the Company holds 167,409 shares of ESGG, of which are fully unrestricted (July 31, 2024 – 167,409). The fair value of the unrestricted shares is determined by taking the number of unrestricted shares and multiplying by price per share prevailing on the market at the date closest to date of the financial statements. The fair value of the restricted shares was based on the number of restricted shares multiplied by the price per share prevailing on the market at the date closest to date of the financial statements with a discount applied for lack of marketability ("DLOM"). The DLOM reflects the impact of the restriction period on the fair value of the shares due to the time value of money, the risk of trading price fluctuation, and the opportunity cost of not being permitted to liquidate the restricted shares and use the proceeds in an alternative investment.

During the period ended January 31, 2025, the Company recognized a fair value loss of $47,293 (January 31, 2024 – gain of $3,081) due to change in share price of ESGG in the condensed consolidated interim statements of income (loss) and comprehensive income (loss).

Investment in CodeZero Technologies Inc. ("CodeZero")

As at January 31, 2025, the Company holds 585,892 series one preferred shares of CodeZero (July 31, 2024 – 585,892).

On September 15, 2021, the Company invested $300,000 in a convertible promissory note issued by CodeZero. The note was originally due on November 15, 2022 and subsequently amended to October 1, 2023 and carried a 6% annual interest rate. The note was converted into 585,972 series one preferred share on October 1, 2023.

2. EARNINGS AND EXPENSES

Following is a discussion of the Company's consolidated financial results for the six months ended January 31, 2025, and 2024. The condensed consolidated interim financial statements of the Company for the six months ended January 31, 2025, and 2024, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. All inter-company balances and transactions have been eliminated upon consolidation.

Three Months Ended January 31, 2025, and 2024

Revenue
The Company's revenues are mainly from social promotions carried out by its controlled subsidiaries Votigo (acquired on November 12, 2019), US Sweeps (acquired October 29, 2020), and Promotion Activators (acquired April 1, 2022) and Karve (obtained control on August 30, 2024). The revenues for the Three months ended January 31, 2025, were $960,148 compared to $1,042,848 in the three months ended January 31, 2024.

Expenses
The Company's expenses for the three months ended January 31, 2025 were $1,503,365 compared to $ 1,452,159 for the three months ended January 31, 2024. Major variances are as follows:

- Personnel of $953,958 for the three months ended January 31, 2025, compared to $871,804 for the three months ended January 31, 2024. The increase is primarily related to the additional salaries and related employment costs incurred in the operations of US Sweeps.
- Share-based payments of $6,896 for the three months ended January 31, 2025, compared to $14,711 for the three months ended January 31, 2024. The decrease is related to a decrease in vesting percentage in the three months ended January 31, 2025.
- Amortization of $116,276 for the three months ended January 31, 2025, compared to $91,651 for the three months ended January 31, 2024. The increase is primarily due to additional amortization of intangibles of Karve.
- Office and administration of $266,048 for the three months ended January 31, 2025, compared to $198,961 for the three months ended January 31, 2024. The increase is primarily due to additional expense within Karve.

Other items for the three months ended January 31, 2025 came to a net loss of $311,174 compared to a net loss of $200,718 for the three months ended January 31, 2024. The variance is mainly related to:

- Interest expense of $320,803 for the three months ended January 31, 2025, compared to $243,442 for the three months ended January 31, 2024. The increase is related to interest and accretion on term loans payable by Plank which increased in the year as well as new loans received by the company. This is in addition to interest on deferred payments in connection with the acquisition of Promotion Activators.
- Loss on equity investment of $Nil for the three months ended January 31, 2025, compared to loss of $25,655 for the three months ended January 31, 2024. The loss is related to the Company recognizing its share of net gain/loss on its investment in Karve. On August 30, 2024, The company gained control of Karve and the Subsidiary was consolidated into the Company's financial statements in accordance with IFRS 10 Consolidated Financial Statements.
- Fair value loss on investments of $7,862 for the three months ended January 31, 2025, compared to fair value gain of $51,289 for the three months ended January 31, 2024. The difference is primarily attributed to unrealized fair value gain on investments in Sitemax and CodeZero, and decrease in value of the publicly traded shares of ESGG.

Six Months Ended January 31, 2025, and 2024

Revenue
The Company's revenues are mainly from social promotions carried out by its controlled subsidiaries Votigo (acquired on November 12, 2019), US Sweeps (acquired October 29, 2020), and Promotion Activators (acquired April 1, 2022) and Karve (obtained control on August 30, 2024). The revenues for the six months ended January 31, 2025, were $2,396,955 compared to $2,504,894 in the six months ended January 31, 2024. The decrease is attributed to the decrease in contest development, services, and prize-fulfillment revenues in the Votigo group.

Expenses
The Company's expenses for the six months ending January 31, 2025, were $2,843,422 compared to $2,614,360 for the six months ended January 31, 2024. Major variances are as follows:

- Personnel of $1,719,498 for the six months ended January 31, 2025, compared to $1,556,805 for the six months ended January 31, 2024. The increase is primarily related to the additional salaries and related employment costs incurred in the operations of Promotion Activators as well as additional administrative and account services salaries for the Votigo group of companies.
- Share-based payments of $15,433 for the six months ended January 31, 2025, compared to $32,224 for the six months ended January 31, 2024. The decrease is related to a decrease in vesting percentage in the six months ended January 31, 2024.
- Amortization was $222,234 for the six months ended January 31, 2025, compared to $183,668 for the three months ended January 31, 2024. The increase is primarily due to additional amortization of intangibles of Karve.
- Office and administration of $510,965 for the six months ended January 31, 2025, compared to $386,009 for the six months ended January 31, 2024. The increase is primarily due to additional expense within Karve.

Other items for the six months ended January 31, 2025, came to a net loss of $670,831 compared to a net loss of $477,775 for the six months ended January 31, 2024. The variance is mainly related to:

- Loss on equity investment of $582 for the six months ended January 31, 2025, compared to $59,989 for the six months ended January 31, 2024. The loss is related to the Company recognizing its share of net gain/loss of Karve. On August 30, 2024, The company gained control of Karve and the Subsidiary was consolidated into the Company's financial statements in accordance with IFRS 10 Consolidated Financial Statements.

- Fair value loss on investments of $80,236 for the six months ended January 31, 2025, compared to a net gain of $28,001 for the six months ended January 31, 2024. The difference is primarily attributed to unrealized fair value gain on investments in Sitemax and CodeZero, and decrease in value of the publicly traded shares of ESGG.

- Interest expense of $627,603 for the six months ended January 31, 2025, compared to $488,157 for the six months ended January 31, 2024. The increase is related to interest and accretion on term loans payable by Plank which increased in the year as well as new loan received by Plank. This is in addition to interest on deferred payments in connection with the acquisition of Promotion Activators.

3. LIQUIDITY AND CAPITAL RESOURCES

At January 31, 2025, the Company had a working capital deficiency of $6,702,450, compared to $5,520,762 at July 31, 2024.

During the period ended January 31, 2025, the Company extended its loans totalling $5,687,169 from a company controlled by a significant shareholder and loans totalling $1,179,915 from a company controlled by an officer until June 30, 2025. The Company had also received new loans from a company controlled by a significant shareholder for a total of $225,000 and from a company controlled by an officer for a total of $50,000.

The Company's continued activities over the long term are dependent upon the Company's ability to raise additional capital in the future, achieve profitability, monetize one or more of its proprietary technologies, or reduce discretionary expenditures.

4. SELECTED QUARTERLY INFORMATION

The following table provides a brief summary of the Company's financial results for each of the eight most recent quarters. For additional information pertaining to the Company's quarterly results, please refer to the Company's audited annual condensed consolidated interim financial statements for the period January 31, 2024 and 2023, to the Company's condensed consolidated interim financial statements for corresponding periods, and to the MD&A for each period presented, which are available at www.sedarplus.ca.

SUMMARY OF QUARTERLY RESULTS

Quarter ended	Jan. 31 2025	Oct. 31 2024	Jul. 31 2024	Apr. 30 2024	Jan. 31 2024	Oct. 31 2023	Jul. 31 2023	Apr. 30 2023
Revenue	$ 2,396,955	$ 1,436,807	$ 1,290,089	$ 1,401,019	$ 1,042,848	$ 1,462,046	$ 1,325,893	$ 1,220,943
Cost of revenue	196,105	126,407	174,031	161,954	130,894	160,136	137,484	112,246
Expenses	2,843,422	1,340,057	1,344,156	1,356,668	1,452,159	1,162,201	1,213,297	1,263,084
Net income (loss)	(1,313,403)	(389,314)	(124,955)	(313,030)	(740,923)	(137,348)	1,737,139	(434,174)
Income (loss) per share, basic	(0.07)	(0.02)	(0.01)	(0.02)	(0.04)	0.00	0.09	(0.02)
Income (loss) per share, diluted	(0.07)	(0.02)	(0.01)	(0.02)	(0.04)	0.00	0.09	(0.02)

5. RELATED PARTY TRANSACTIONS

Key management personnel are the persons responsible for the planning, directing, and controlling the activities of the Company and include both executives and non-executive directors, and entities controlled by such persons. The Company considers all directors and officers of the Company to be key management personnel. Fees charged by key management during January 31, 2025 and 2024 were as follows:

Out of the total:

$168,000 is included in management and consulting fees (2024 - $168,000)

$47,344 is included in professional fees (2024 - $41,312)

$Nil is included in office and administration (2024 - $1,469)

In addition, share-based payments of $15,433 (2024 - $32,223) was earned by key management and directors.

Included in accounts payable and accrued liabilities is $600,000 (January 31, 2024 - $530,567) owing to companies controlled by directors and officers of the Company. Amounts payable to related parties are unsecured, non-interest bearing and have no specified terms of repayment.

6. FINANCIAL INSTRUMENTS

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities.
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Unobservable inputs that are supported by little or no market activity, therefore requiring an entity to develop its own assumptions about the assumption that market participants would use in pricing.

The fair value of the Company's cash and restricted cash, trade and other receivables, loan receivable, accounts payable and accrued liabilities approximates their carrying values. The carrying value of the Company's lease liability, term loans payable and long-term note are measured at the present value of the discounted future cash flows. The Company's listed company investments are measured at fair value using

Level 1 inputs. The Company's private company investments are measured at fair value using Level 3 inputs.

Specific valuation techniques are used to fair value financial instruments, specifically those that are not quoted in an active market. These are development stage companies, as such the Company utilized a market approach:

- The use of quoted market prices in active or other public markets
- The use of most recent transactions
- Black-Scholes Option Pricing Models

There were no transfers between levels during the periods ended January 31, 2025 and 2024.

Financial Risk Factors

The Company has exposure to the following risks from its use of financial instruments:

Interest Rate Risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. All of the Company's loans payable, note payable and investments have a fixed interest rate therefore the Company is not currently exposed to interest rate risk.

Credit Risk
Credit risk is the risk of potential loss to the Company if the counter party to a financial instrument fails to meet its contractual obligations. The Company's receivables consist of trade receivables, loan receivable and government sales tax receivable. Based on the evaluation of receivables as of January 31, 2024, the Company believes that its receivables are collectable and management has determined that the credit risk is low. Credit risk of cash and restricted cash is low as cash balances are held at a reputable financial institutions.

Liquidity Risk
Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities. The Company manages liquidity risk by maintaining sufficient cash to enable settlement of transactions on the due date. Management monitors the Company's contractual obligations and other expenses to ensure adequate liquidity is maintained.

Market Risk
Market risk is the risk that investments in shares of publicly traded companies will decline in value as a result of a decline in prices quoted in open markets. The Company is exposed to market risk as it owns shares in ESGG.

Currency Risk
Currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company is exposed to foreign currency exchange risk as it has sales and contracts denominated in currencies other than the functional currency of the Company and its subsidiaries.

The Company's reporting currency is the Canadian dollar and as such the Company is exposed to foreign currency fluctuations on its US dollar denominated financial instruments. As at January 31, 2025, the Company had US dollar denominated cash of US$292 (July 31, 2024 – US$328), loans receivable of US$650,983 (July 31, 2024 – US$620,705) and loans payable of US$570,855 (July 31, 2024 – US$538,361). As at January 31, 2025, a 10% change in exchange rates between US dollars and Canadian dollars would impact the Company's net income by approximately $11,648 (2024 – $11,416).

7. RISK MANAGEMENT

Early-stage technology companies face many risks. While management is unable to eliminate risks, the Company is intent on identifying and mitigating such risks as much as is reasonably possible.

In evaluating an investment in Plank, in addition to other information contained in this MD&A, investors should consider the following risk factors associated with Plank's business of investing in startup companies. These risk factors are not a definitive list of all risk factors associated with the Company and its business.

Risk of Loss of Entire Investment
Investing in startup companies involves a high level of risk. Startup companies may fail completely, or the Company may be unable to resell the shares it owns in the startups or collect upon the debt instrument that the Company has purchased from the startups. In these situations, the Company may lose the entire amount of the investment.

Return on Investment is Not Guaranteed
The amount of return on investment, if any, is highly variable and not guaranteed. Some startups may be successful and generate significant returns, but many will not be successful and will only generate small returns, if any at all. Investment returns that the Company may receive will be variable in amount, frequency, and timing.

Delay in Return on Investment
Any returns generated by startup companies may take several years to materialize. Most startups take five to seven years to generate any investment return, if at all.

Liquidity Risk
It may be difficult to resell the investment in a startup. Startup investments are privately held companies and are not traded on a public stock exchange. Also, there is currently no readily available secondary market for private buyers to purchase securities of startups. Furthermore, there may be restrictions on the resale of the shares of the startup and the ability to transfer those shares.

Dilution Risk of the Investment
Startup companies may need to raise additional capital in the future through the issue of additional shares. This will dilute the percentage of ownership that Plank has in the company.

Risk of Inaccurate Valuation of the Investment
Unlike publicly traded companies that are valued through market-driven stock prices, the valuation of private companies, especially startups, is difficult to assess. The issuer will set the share price of the investment and there is a risk of overpaying for that investment.

Risk of Failure of the Startup
Investments in startups are speculative and these companies often fail. Unlike an investment in a mature business where there is a track record of revenue and income, the success of a startup often relies on the development of a new product or service that may or may not find a market.

Risk of Profitability of Startup Companies
A startup company is still in an early phase and may be just beginning to implement its business plan. There can be no assurance that it will ever operate profitably. The likelihood of achieving profitability should be considered in light of the problems, expenses, difficulties, complications and delays usually encountered by companies in their early stages of development. The startup company may not be successful in attaining the objectives necessary for it to overcome these risks and uncertainties.

Funding risk
A startup company may require funds in excess of its existing cash resources to fund operating expenses, develop new products, expand its marketing capabilities, and finance general and administrative activities. Due to market conditions at the time the startup company needs additional funding, it is possible that the company will be unable to obtain additional funding when it needs it, or the terms of any available funding may be unfavorable. If the company is unable to obtain additional funding, it may not be able to repay debts when they are due, or the new funding may excessively dilute existing investors. If the company is unable to obtain additional funding as and when needed, it could be forced to delay its development, marketing and expansion efforts and, if it continues to experience losses, potentially cease operations.

Disclosure risks
The startup company is at an early stage and may only be able to provide limited information about its business plan and operations because it does not have fully developed operations or a long trading history. The company is also only obligated to provide limited information regarding its business and financial affairs to investors.

Personnel risks
An investment in a startup is also an investment in the management of the company. Being able to execute on the business plan is often an important factor in whether the business is viable and successful. The startup company's management may not have the necessary expertise and experience to deliver on the company's business plan.

Competition risk
The startup may face competition from other companies, some of which might have received more funding than the startup has. One or more of the company's competitors could offer services similar to those offered by the company at significantly lower prices, which would cause downward pressure on the prices the company would be able to charge for its services. If the company is not able to charge the prices it anticipates charging for its services, there may be a material adverse effect on the company's results of operations and financial condition.

Market demand risk
While a startup company believes that there will be customer demand for its products, there is no assurance that there will be broad market acceptance of the company's offerings. There also may not be broad market acceptance of the company's offerings if its competitors offer products which are preferred by prospective customers. In such event, there may be a material adverse effect on the company's results of operations and financial condition, and the company may not be able to achieve its goals.

Growth risk
For a startup to succeed, it will need to expand significantly. There can be no assurance that it will achieve this expansion. Expansion may place a significant strain on the company's management, operational and financial resources. To manage growth, the company will be required to implement operational and financial systems, procedures and controls. It also will be required to expand its finance, administrative and operations staff. There can be no assurance that the company's current and planned personnel, systems, procedures and controls will be adequate to support its future operations. The company's failure to manage growth effectively could have a material adverse effect on its business, results of operations, and financial condition.

Control risks
Because the startup company's founders, directors and executive officers may be among the company's largest stockholders, they can exert significant control over the company's business and affairs and have

actual or potential interests that may depart from Plank's. The company's founders, directors and executive officers may own or control a significant percentage of the startup company. In addition to their board seats, such persons will have significant influence over corporate actions requiring stockholder approval, irrespective of how the company's other shareholders, including Plank, may vote.

Cyber Security Risks
As the Company continues to increase its dependence on information technologies to conduct its operations, the risks associated with cyber security also increase. The Company relies on management information systems and computer control systems. Business and supply chain disruptions, plant and utility outages and information technology system and network disruptions due to cyber-attacks could seriously harm its operations and materially adversely affect its operation results, Cyber security risks include attacks on information technology and infrastructure by hackers, damage or loss of information due to viruses, the unintended disclosure of confidential information, the issue or loss of control over computer control systems, and breaches due to employee error. The Company's exposure to cyber security risks includes exposure through third parties on whose systems it places significant reliance for the conduct of its business. The Company has implemented security procedures and measures in order to protect its systems and information from being vulnerable to cyber-attacks. The Company believes these measures and procedures are appropriate. To date, it has not experienced any material impact from cyber security events. However, it may not have the resources or technical sophistication to anticipate, prevent, or recover from rapidly evolving types of cyber-attacks. Compromises to its information and control systems could have severe financial and other business implications.

8. ACCOUNTING POLICIES & USE OF CRITICAL ESTIMATES

The preparation of the condensed consolidated interim financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results could differ from those estimates.

Critical judgments exercised in applying accounting policies that have the most significant effect on the amounts recognized in the condensed consolidated interim financial statements are as follows:

<u>Business combinations</u>

The determination of whether a set of assets acquired, and liabilities assumed constitute a business may require the Company to make certain judgments, taking into account all facts and circumstances. A business is presumed to be an integrated set of activities and assets capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or economic benefits. The acquisition of Promotion Activators Management, LLC during the year ended July 31, 2022, was assessed as a business combination.

<u>Level of control or influence over companies</u>

The accounting for investments in other companies can vary depending on the degree of control and influence over those other companies. Management is required to assess at each reporting date the Company's control and influence over these other companies. Management has used its judgment to determine which companies are controlled and require consolidation and those which are significantly influenced and require equity accounting.

<u>Intangible assets and goodwill</u>

Management has determined that capitalized intangible asset costs may have future economic benefits and may be economically recoverable. Management uses estimates in determining the recoverable amount of intangible assets and goodwill. Intangible assets are assessed for impairment indicators at each reporting date and goodwill is tested for impairment annually. The determination of the recoverable amount for the purposes of impairment testing requires the use of estimates, such as anticipated future cash flows and discount rates.

The amortization expense related to intangible assets is determined using estimates relating to the useful lives of the intangible assets.

<u>Valuation techniques of certain investments (Level 3)</u>

The fair value of investments is measured using a market approach. The determination of the fair value requires significant judgement by the Company and includes the use of market multiples of comparable companies and other valuation techniques.

The fair value of financial instruments that are not traded in an active market are determined using valuation techniques. The Company uses an independent valuation expert to assess non-public investment values as the basis for any adjustment to the carrying value and to assess goodwill for impairment. The Company uses its judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period.

<u>Revenue recognition</u>

Revenue from contracts with customers is recognized according to the five-step process: when a contractual arrangement is in place, each performance obligation is identified, the fee is determined and allocated to each performance obligation, and the services have been provided to the customer. The Company derives revenue from the development, administration, and hosting of contests and sweepstakes on social media platforms.

The Group's principal sources of revenue and recognition of these revenues are set out in Note 3 of the Company's audited annual condensed consolidated interim financial statements for the periods ended January 31, 2025 and 2024.

<u>Income taxes</u>

In assessing the probability of realizing income tax assets, management makes estimates related to expectation of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified.

9. UPCOMING ACCOUNTING AND POLICIES EXPECTED

The following new standards, amendments to standards and interpretations have been issued but are not effective during the period ended January 31, 2025.

- IFRS 18, Presentation and Disclosure in Financial Statements ("IFRS 18"), which will replace IAS 1, Presentation of Financial Statements aims to improve how companies communicate in their financial statements, with a focus on information about financial performance in the statement of profit or loss, in particular additional defined subtotals, disclosures about management-defined performance measures and new principles for aggregation and disaggregation of information. IFRS 18 is accompanied by limited amendments to the requirements in IAS 7 Statement of Cash Flows. IFRS 18 is effective from January 1, 2027. Companies are permitted to apply IFRS 18 before that date.

- The Company has not yet determined the impact of these amendments on its financial statements.

10. BALANCE SHEET ARRANGEMENT

At January 31, 2024, the company had no material off balance sheet arrangement.

11. PROPOSED TRANSACTIONS

The company does not have any proposed transactions.

12. OUTSTANDING SHARE DATA

As at January 31, 2025 and the date of this report, the Company had 17,740,019 common shares issued and outstanding (January 31, 2024 – 17,740,019).

As of January 31, 2025, and the date of this report, the Company has 1,262,500 stock options and no warrants outstanding.