

PUDO INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE YEAR ENDED

FEBRUARY 29, 2024

(EXPRESSED IN CANADIAN DOLLARS)

Prepared by:

PUDO Inc.

**6600 Goreway Drive Unit D, Mississauga,
Ontario, Canada L4V 1S6**

Introduction

The following management's discussion and analysis ("MD&A") of the financial condition and results of the operations of PUDO Inc. ("PUDO" or the "Company") constitutes management's review of the factors that affected the Company's financial and operating performance for the year ended February 29, 2024. This MD&A was written to comply with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations.

This discussion should be read in conjunction with the audited consolidated financial statements of PUDO Inc. for the year ended February 29, 2024 ("FY 2024"), together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. In the opinion of management, all adjustments (which consist only of normal recurring adjustments) considered necessary for a fair presentation have been included. Information contained herein is presented as of June 20, 2024, unless otherwise indicated.

The Company's consolidated financial statements and the financial information contained in this MD&A are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee ("IFRIC").

The Company's fiscal year end is February 29.

Further information about the Company and its operations are available on the Company's website at www.pudopoint.com and under the Company's SEDAR issuer profile at www.sedar.com, or upon request to the Company at 6600 Goreway Drive Unit D, Mississauga, Ontario, Canada, L4V 1S6.

Cautionary Note Regarding Forward-Looking Information

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or state that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements address possible future events, conditions and financial performance based upon management's current expectations, estimates, projections and assumptions.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A are made only as of the date of this MD&A or as of the date specified in such statement. The following table outlines certain significant forward-looking statements contained in this MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements.

Forward-looking statements	Assumptions	Risk factors
The Company will be able to continue its business activities	The Company has anticipated all material costs and the operating activities of the Company, and such costs and activities will be consistent with the Company's current expectations; the Company	Unforeseen costs to the Company will arise; any particular operating cost increase or decrease from the date of the estimation; and capital markets not being

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Forward-looking statements	Assumptions	Risk factors
	will be able to obtain borrowings or equity funding when required.	favourable for funding and/or related parties discontinue funding the Company resulting in the Company not being able to obtain financing when required or on acceptable terms.
The Company will be able to carry out anticipated business plans	The operating activities of the Company for the twelve months ended February 28, 2024 will be consistent with the Company's current expectations.	Sufficient funds not being available; increases in costs; the Company may be unable to retain key personnel.

Inherent in forward-looking statements are risks, uncertainties, and other factors beyond the Company's ability to predict or control. Please also make reference to those risk factors referenced in the "Risk Factors" section below. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance, or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

Overview

The audited consolidated financial statements for the year ended February 29, 2024 have been prepared with the assumption that the Company will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations and do not include any adjustments that may be required if it were unable to continue as a going concern. Management believes that actions currently being taken, which primarily involve increasing revenues and controlling expenses will allow the Company to achieve profitability and allow the Company to continue as a going concern.

The Company has a history of operating losses; however, those losses are primarily the result of expenditures in attracting customers, business partners, and costs related to building a robust infrastructure to serve as a platform for future growth.

PUDO was incorporated on February 28, 2015 and is listed on the Canadian Securities Exchange ("CSE") under the symbol "PDO" and on the OTCQB Venture Market under the symbol "PDPTF".

Description of Business

PUDO's purpose is to improve the connection between e-commerce and consumers. PUDO deploys their technology to provide consumers with convenient locations to Pick-Up or Drop-Off ("PUDO" or "Network") e-commerce parcels. Through collaboration with online retailers, third party logistics companies ("3PL"), Software as a Service ("SaaS") providers and courier companies, consumers can take secure delivery of their parcels or drop-off returns where, and when, it's convenient for them.

Existing businesses, such as convenience stores or gas stations, provide services as a PUDOpoint™ ("PUDOpoint"). PUDOpoints are typically open extended hours, seven days a week to make it convenient for busy consumers to quickly and efficiently collect what they have ordered online or drop off what they need to return. The Company deploys its software technology to provide consumers with convenient PUDOpoints (the "Network") to pick-up or drop-off ("PUDO") e-commerce parcels.

PUDO's services provide courier companies and retailers with a presence in a broad variety of locations to better serve their customers. Not only convenient, these services can also save money. Couriers don't have to attempt delivery a second or third time or make other arrangements with customers who aren't home. Retailers can ship directly to PUDOpoints saving residential delivery costs and reducing the risk of theft or spoilage. PUDO also helps retailers reduce the cost and increase the convenience of their returns program. Consumers can drop off pre-labeled parcels at any PUDOpoint for processing back to the retailer.

Overall Performance

Highlights

The Company continued to focus on optimizing the PUDO Network to enhance alignment with partner requirements in Canada and the United States ("U.S.") while leveraging the current services and Network to develop new partner relationships to further enhanced revenue opportunities. IT integration and enhancements remain a key focus as the Company looks to increase efficiencies, add new partners, and grow revenue. The Company is positioned well to add new partners for residential redirects, growing parcel volumes for direct to PUDOpoint deliveries, expanding the returns program, and add new revenue streams in the coming quarters. The Network remains uniquely positioned to offer cost effective convenient services for ecommerce returns and to consumers who are looking for an alternative to home delivery.

During FY 2024, noteworthy highlights include:

- 📍 Returns revenue increased by 18.7% as compared to the prior year FY 2023, primarily as a result of the increased utilization of the PUDO returns and consolidation services.
- 📍 Direct to PUDO revenue increased by 82.3%, in part due to a new partner utilizing the PUDOpoint network in Canada and the USA. E-commerce shoppers select a PUDOpoint as an alternative delivery address during the check out process thereby ensuring a safe, secure, and convenient pick up location.
- 📍 As a result of a successful pilot with a large business supply company in Q4 FY 2024, 300 new PUDOpoint locations were added in Canada.
- 📍 Management continued to invest in ongoing software development to enhance PUDO's current software technology and database structure to better manage API integration of PUDO's existing and new service offerings with current and new partners. This included the ongoing enhancements to the PUDO Label returns service ("PUDO Label") that enables retailers' customers to print a return label for previously ordered products to drop off the return package at a PUDOpoint Counter location for an efficient and cost-effective consolidated pickup and returns process for the retailers.

Capital Activities

During FY 2024 there were nil capital transactions completed.

Operations

PUDOpoint Counters Network

The Company continued to focus on optimizing the PUDOpoint Network to increase alignment with partner parcel requirements and volumes while leveraging the Network to develop new partner relationships and services that further enhance revenue opportunities. These efforts resulted in additional retail customers being added, which increased parcel volumes in PUDO's returns revenue stream. IT integration and enhancements remain a strategic focus as the Company looks to increase efficiencies, add new partners, and grow revenue. Through strategic partnerships the Company is positioned well to add new PUDOpoint locations in Canada and the USA. This will provide new e-commerce retail partner locations for residential redirects, increased parcel volumes for direct to PUDOpoint deliveries, and add new revenue service offerings in the coming quarters. The Network remains uniquely positioned to offer cost effective convenient services for returns and to consumers who are looking for an alternative to home delivery.

PUDO Parcel Analysis

Parcel volume and other factors within the e-commerce ecosystem affect PUDO's goals and performance during its growth phase.

While the Company continued to strategically manage the growth and development of the PUDOpoint Network and new services throughout FY 2024, overall parcel volume in FY 2024 decreased by 12.1% compared to the year ended February 28, 2023 ("FY 2023") and overall parcel volumes during Q4 FY 2024 decreased by 8.2% as compared to the quarter ended Q4 FY 2023. During Q4 FY 2024, partner shipments decreased by 9.4% over the same quarter in the previous year, while during the same time period member parcel volumes were up 6.4% as a result of the return of cross border shoppers due to lifted travel restrictions at the Canada -USA border. In FY 2024, partner shipments decreased by 14.5% and represented 91.6% of the Company's total parcel volumes, remaining relatively the same as in the prior fiscal year.

Below is a summary of PUDO's current parcel services being utilized by partners and customers:

- 📍 **Returns**: During FY 2024 total returns increased by 20.2% as compared to the prior year FY 2023, while during FY 2023 returns increased by 225.5% as compared to returns parcel volume in FY 2023. During Q4 FY 2024 returns increased 21.5% as compared to Q4 FY 2023. In sequential quarters, returns parcel volume increased by 14.7% in Q4 FY 2024 over Q3 FY 2024 due to an increase the number of PUDOpoint locations that could accept return packages. In FY 2024 PUDO expanded its return service in the cities of New York and Maimi. The FY 2024 increase was also a result of PUDO's partners increasing client returns volumes in key strategic Canadian and USA cities as the value of this service provided by PUDO reduced returns logistics and consolidation costs for their clients.
- 📍 **For Pickup ("FPU")**: During FY 2024 FPU decreased by 38.8% as compared to the prior year FY 2023, while during FY 2023 returns increased by 287.7% as compared to FPU parcel volume in FY 2023. The decreases are a result of a large ecommerce retailer changing their business model, reducing the requirement for use of the PUDOpoint Counter Network for courier pickup of their customer drop offs. During Q4 FY 2024 FPU decreased 21.2% as compared to Q4 FY 2023. In sequential quarters, FPU parcel volume increased by 18.6% in Q4 FY 2024 over Q3 FY 2024 due to a new partner's use of this service.

- 📍 **Failed First Attempt (“FFA”)**: During FY 2024 total FFA parcel volume decreased by 6.1% relative to FY 2023, while during Q4 FY 2024 FFA parcel volume decreased by 17.9% as compared to FFA parcel volume in Q4 FY 2023. In sequential quarters, parcel volumes in Q4 FY 2024 compared to Q3 FY 2024 decreased by 6%. The decrease may be a result of reduced online shopping following the holiday season.
- 📍 **Third Party Logistics (“3PL”)**: During FY 2024, 3PL parcel shipments decreased by 56.4% relative to the prior year, FY 2023, while during Q4 FY 2024 3PL parcel volume decreased approximately 53.6% as compared to 3PL volume in Q4 FY 2023. In sequential quarters, 3PL parcel shipments in Q4 FY 2024 as compared to Q3 FY 2024 remained relatively the same. The decreases may have been a result of reduced package shipping to remote locations in Canada due to transportation costs and significant fuel surcharge fees.
- 📍 **Border Member**: During FY 2024 total member parcel volume increased by 20.6% relative to FY 2023, while during Q4 FY 2024 the member parcel volume increased by 6.4% as compared to member volume in Q4 FY 2023. The increase may be a direct result of reduced COVID-19 restrictions and the reopening of the Canada – USA border. In sequential quarters, parcel volumes in Q4 FY 2024 compared to Q3 FY 2024 decreased by 7.5%. The decrease may be a result of reduced online shopping following the holiday season.
- 📍 **Pickup Counters**: During FY 2024 Pickup Counter parcel volume increased 3.4% as compared to FY 2023. This increase may be a result of customers becoming more familiar with having the PUDO Counter Network available as an alternative ship-to location on a major e-commerce retailer checkout process. During Q4 FY 2024 Pickup Counter volume decreased by 6% relative to Q4 FY 2023. In sequential quarters, Pickup Counter volume in Q4 FY 2024 increased by 10% compared to Q3 FY 2024.
- 📍 **Direct to PUDO (“D2P”)**: During FY 2024 the D2P parcel volume increased by 34% as compared to FY 2023, while during Q4 FY 2024 Pickup Counter volume increased by 70/1% relative to Q4 FY 2023. In sequential quarters, Pickup Counter volume in Q4 FY 2024 increased by 30% compared to Q3 FY 2024. These increases may be a result of retailers becoming familiar with having the PUDO Counter Network available as an alternative ship-to location for their customers during the checkout process. This service provides the ability to have secure pickup with ID and age verification for certain goods at the PUDOpoint locations.

As PUDO continues to evolve the PUDO Network of locations available for pick up or drop off of packages, it is expected that having a greater number of stakeholder partners and consumer members will minimize parcel volume losses and reduce dependence on specific carriers.

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Financial Condition and Performance

The following table includes PUDO's financial highlights as at and for the years ended February 29, 2024, and February 28, 2023 and 2022:

	As at / Year Ended February 29, 2024	As at / Year Ended February 28, 2023	As at / Year Ended February 28, 2022
Total assets	\$ 696,219	\$ 612,380	\$ 661,714
Cash	155,725	177,925	134,750
Total liabilities	796,271	569,130	713,521
Deficit	(10,170,649)	(9,672,761)	(11,211,108)
Shareholders' equity (deficit)	(100,052)	43,250	(51,807)
Revenue	3,257,696	3,834,049	2,162,365
Gross profit	1,295,840	1,477,774	697,828
Net loss and comprehensive loss	(499,676)	(327,812)	(1,211,321)
Loss per share basic and diluted	(0.02)	(0.01)	(0.04)
Working capital surplus (deficiency)	(146,580)	4,058	(142,575)
Cash provided (used) by operating activities	18,810	52,363	(589,291)
Cash (used in) investing activities	39,219	-	-
Cash (used in) financing activities	\$ -	\$ -	\$ (13,045)

In FY 2024, the Company's revenues decreased by 15% relative to the prior fiscal year and incurred a net loss of \$499,676. Of the \$171,864 increase in the net loss relative to the previous year, \$56,232 was due to lower administrative and finance expenses offset by a \$43,266 increase in non-cash share-based compensation expense, and \$181,934 in decreased gross profit. Gross profit decreased by 12.3% to \$1,295,840 in FY 2024 relative to the previous year.

In FY 2024, the Company generated \$18,810 of positive cash from operating activities. This is a decrease from FY 2023, where \$136,065 of cash was generated by operating activities. Primary reason for the decrease was due to reduction in gross profit. The Company additionally used \$39,219 of cash in investing activities in FY 2024 as compared to \$0.00 in FY 2023 and incurred a loss of \$1,791 in foreign currency translation. As a result, cash decreased by \$22,200 in FY 2024.

Trends

During FY 2024, PUDO maintained efforts to develop growth with direct returns for e-commerce retailers that want to reduce logistics and consolidations costs as this continues to be a considerable expense for e-commerce retailers. PUDO is working very closely with their partners to activate new PUDOpoint locations to meet their growing demand for PUDO's suite of services, especially the returns service. The returns market will remain a strategic expansion focus for PUDO as online retailers look for ways to reduce the cost of the returns service provided to their customers.

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Selected Annual Financial Information

The following is selected financial data derived from the consolidated financial statements of the Company for the years ended February 29, 2024, and February 28 2023 and 2022:

	As at / Year Ended February 29, 2024	As at / Year Ended February 28, 2023	As at / Year Ended February 28, 2022
Total assets	\$ 696,219	\$ 612,380	\$ 661,714
Cash	155,725	177,925	134,750
Total liabilities	796,271	569,130	713,521
Deficit	(10,170,648)	(9,672,761)	(11,211,108)
Shareholders' equity (deficit)	(100,052)	43,250	(51,807)
Revenue	3,257,696	3,834,049	2,162,365
Gross profit	1,295,840	1,477,774	697,828
Net loss and comprehensive loss	(499,676)	(327,812)	(1,211,321)
Loss per share basic and diluted	(0.02)	(0.01)	(0.04)

Year ended February 29, 2024, compared with the year ended February 28, 2023:

The Company's net loss was \$499,676 for the year ended February 29, 2024, with basic and diluted loss of \$0.02 per share. This compares with a net loss of \$327,812 with basic and diluted loss of \$0.01 per share for the year ended February 28, 2023.

The increase of \$171,864 in the net loss for the year ended February 29, 2024, relative to the prior year was principally because:

- Revenues decreased by \$576,353 to 3,257,696 in FY 2024 relative to the previous year representing a 15% decrease, owing primarily to decreases in FPU and 3PL, offset by increases in returns, member, and D2P shipments.
- Gross profit of \$1,295,840 for the year ended February 29, 2024, decreased by \$181,934, or 12.3%, relative to the prior year. As a percentage of revenue, the gross profit in FY 2023 increased to 39.8%, up from 38.5% in the prior year. This is primarily related to the shift of revenue to returns shipments.
- The Company had administrative expenses of \$1,436,840 during the year ended February 29, 2024, compared to \$1,492,478 in the prior year representing a 3.8% decrease. The decrease was primarily a result of the reduction in salaries and benefits, and professional fees, offset by increases in general administrative expenses, travel and business development costs, investor relations, and consulting fees.
- The Company incurred \$356,374 in non-cash share-based compensation during the year ended February 29, 2024, in comparison with \$313,108 during the year ended February 28, 2023. The increase in non-cash share-based compensation was due to options issued in March 2022 and February 2023.

Year ended February 28, 2023, compared with the year ended February 28, 2022:

The Company's net loss was \$327,812 for the year ended February 28, 2023, with basic and diluted loss of \$0.01 per share. This compares with a net loss of \$1,211,321 with basic and diluted loss of \$0.04 per share

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for the year ended February 28, 2022, and a net loss of \$1,824,135 with basic and diluted loss of \$0.07 per share for the year ended February 29, 2021.

The decrease of \$883,509 in the net loss for the year ended February 28, 2023, relative to the prior year was principally because:

- Revenues increased by \$1,671,684 to 3,834,049 in FY 2023 relative to the previous year representing a 77.3% increase, owing primarily to increases in returns, FPU, D2P, and member parcel volume, offset by a decrease in 3PL shipments.
- Gross profit of \$1,477,774 for the year ended February 28, 2023, increased by \$779,946, or 111.8%, relative to the prior year. As a percentage of revenue, the gross profit in FY 2023 increased to 38.5%, up from 32.3% in the prior year. This is primarily related to the shift of revenue to returns shipments.
- The Company had administrative expenses of \$1,492,478 during the year ended February 28, 2023, compared to \$1,703,294 in the prior year representing a 12.4% decrease. The decrease was primarily a result of the reduction in salaries and benefits, general administrative expenses, investor relations fees, offset by increases in travel and business development costs, along with increases in professional and consulting fees.
- The Company incurred \$313,108 in non-cash share-based compensation during the year ended February 28, 2023, in comparison with \$205,522 during the year ended February 28, 2022. The increase in non-cash shared-based compensation was due to options issued in March 2022 and February 2023.

The consolidated statements of financial position of the Company as at February 29, 2024, and February 28, 2023, and 2022 were as follows:

	As at February 29, 2024	As at February 28, 2023	As at February 29, 2022
Current assets	\$ 649,691	\$ 573,188	\$ 570,946
Non-current assets	46,528	39,192	90,768
Total assets	696,219	612,380	661,714
Current liabilities	796,271	569,130	713,521
Long-term liabilities	-	-	-
Total liabilities	796,271	569,130	713,521
Share capital	9,177,037	9,177,037	9,043,688
Warrant reserve	-	-	-
Stock option reserve	895,348	538,974	2,115,613
Deficit	(10,170,648)	(9,672,761)	(11,211,108)
Shareholders' equity (deficiency)	(100,053)	43,250	(51,807)
Total liabilities and shareholders' (deficiency) equity	\$ 696,219	\$ 612,380	\$ 661,714

The Company started operations in 2015 and has historically incurred operating losses associated with its expansion, as reflected by an increasing deficit over time. The Company's ability to fund its operations is dependent upon securing additional financing or increasing earnings from revenue growth as it strives to get to profitability. See "Trends" and "Risk Factors." The Company has been successful in raising additional financing as is reflected in the increased share capital.

Summary of Quarterly Results

The following quarterly financial information is derived from the interim consolidated financial statements of the Company for the interim periods indicated below:

Three Months Ended	Total Revenue (\$)	Profit or (Loss)		Gross Profit (\$)	Admin Expenses (\$)	Non-Cash Share Based Compensation (\$)	Finance Costs (\$)
		Total (\$)	Per Share (Basic & Diluted) (\$)				
2024-Feb. 29	865,375	(89,539)	(0.00)	320,358	(322,181)	(87,035)	-
2023-Nov. 30	799,026	(77,533)	(0.00)	309,239	(298,585)	(87,035)	-
2023-Aug. 31	810,332	(123,476)	(0.00)	357,390	(386,154)	(91,945)	-
2023-May 31	782,963	(209,129)	(0.01)	308,852	(427,623)	(90,358)	-
2023-Feb. 28	916,074	(116,749)	(0.00)	343,760	(400,308)	(60,201)	-
2022-Nov. 30	1,023,889	(26,704)	(0.00)	404,767	(381,654)	(49,817)	-
2022-Aug. 31	1,021,421	(21,768)	(0.00)	404,828	(364,164)	(62,432)	-
2022-May 31	872,665	(162,591)	(0.01)	324,419	(346,352)	(140,658)	-

Revenue and gross profit have fluctuated over the past eight quarters as a result of new and current partners using the PUDO Network for return services during FY 2024. The net loss is directly affected by revenues, gross profit, non-cash stock compensation expense as well as the level of administrative expenses.

Overall Objectives

The Company remains committed to broadening its customer base as it gains experience with integrating new customers and revenue programs. This focus is with the expectation of growing revenues to cover the Company's Network operating overhead costs.

Off-Balance-Sheet Arrangements

The Company does not have any off-balance-sheet arrangements that have, or are reasonably likely to have, a current or future effect on its results of operations or financial condition, including, without limitation, such considerations as liquidity, capital expenditures, and capital resources that would be considered material to investors.

Outlook

The Company anticipates that the PUDO returns service will continue to be a driver of revenue growth during fiscal year 2025. The PUDO returns service enables retailers to utilize the PUDOpoint Network for drop off of returns parcels that are then collected and consolidated by PUDO and then distributed as per the retailers' requirements. With the successful launch of the PUDO Label returns service in the United States in Q2 FY 2024 to support their current retail customers, PUDO expects to expand in additional US strategic markets in FY 2025. In addition, the current US PUDOpoint Network is being utilized by e-commerce retailers and is enabling the growth of the Direct to PUDO service that allows retailers to utilize the PUDOpoint Counters

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Network as secure and safe drop off locations. For some retailers they are also able to meet the “age and identity verification” requirements required for certain products.

The Company has a history of operating losses and negative cash flow from operations, which cast doubt on the Company's ability to continue to operate as a going concern, the Company had a working capital deficit of \$146,580 (2023 – surplus of \$4,058), had not yet achieved profitable operations, had received cash from operating activities of \$18,810 for the year ended February 29, 2024 (2023 – \$52,373), had a deficit of \$10,170,648 as at February 29, 2024 (2023 - \$9,672,761) and had a shareholders' deficit of \$100,052 at February 29, 2024 (2023 – shareholders' equity of \$43,250). The losses were primarily the result of expenditures in attracting customers and business partners, and costs related to building a robust infrastructure to serve as a platform for, and to support, future growth initiatives.

The Company has been and expects to continue to be successful in raising the required capital to fund its operations, accelerate expansion and shorten the horizon to break-even operations. In the coming months, the Company will continue to explore these financing opportunities. However, there is no assurance that the Company will be able to raise the necessary funds as planned. If the Company is unable to secure the necessary funds, it could have a substantial impact on the Company's ability to continue operations at its present level.

Share Capital

As of the date of this MD&A, June 20, 2023, the Company has (i) 27,271,007 common shares outstanding; (ii) no warrants available for exercise; and (iii) 2,275,545 stock options exercisable for the purchase of 2,275,545 common shares.

Liquidity and Capital Resources

As noted in “Selected Annual Financial Information”, the Company generates limited cash from operations. The Company's primary source of funding has been through the issuance of equity. Additional equity financing will be required for the Company to be able to successfully execute its business plan and get to a sustainable level of profitability.

PUDO intends to raise equity capital to fund its planned expansion, as well as increase its revenue at existing locations in order to eliminate operating losses. The Company has a history of successfully raising the capital required to operate and believes that it can continue to raise necessary capital. However, the history of losses casts doubts on the ability of the Company to continue to operate as a going concern. While management expects to be able to raise the necessary capital, there is no assurance that any capital raise will be successfully completed at terms acceptable to the Company. Failure to raise sufficient capital may impact the Company's ability to expand as rapidly as planned, or even continue operations at the present level.

A summary of the cash flows and essential components thereof for the years ended February 29, 2024 and February 28, 2023 are outlined below.

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Details	As at / year ended Feb. 29, 2024	As at / year ended Feb 28, 2023	Comments
Total assets	\$ 696,219	\$ 612,380	
Cash & cash equivalents	181,575	203,557	<i>Includes restricted cash of \$25,850 (2023 - \$25,632)</i>
Working capital (deficit) surplus	(146,580)	4,058	<i>Includes non-cash working capital</i>
Cash flows provided by (used) operating activities (including non-cash)	18,810	52,363	<i>Attributable to a increase in the operating loss offset by increase in trade and other receivables and a increase in trade and other payables as at Feb. 29, 2024.</i>
Cash flows used in investing activities	(39,219)	(1,807)	<i>Increase FY 2024 cash outflows was a result of a investment in the investment of proprietary PUDO software.</i>
Cash flows used in financing activities	\$ -	\$ -	<i>Nil</i>

Material accounting policies

(a) Adoption of New Accounting Standards and Amendments

The Company adopted the following amendments effective March 1, 2023. These changes were made in accordance with the applicable transitional provisions. The Company had assessed that the adoption of these amendments did not have any material impact on the consolidated financial statements.

Amendments to IAS 1 – Presentation of Financial Statements (“IAS 1”)

Disclosure of Accounting Policies (Amendments to IAS 1) continues the IASB's clarifications on applying the concept of materiality. These amendments help companies provide useful accounting policy disclosures, and they include:

- requiring companies to disclose their material accounting policies instead of their significant accounting policies;
- clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and do not need to be disclosed; and
- clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material.

As at the date of authorization of these consolidated financial statements, the IASB and the IFRS Interpretations Committee had issued certain new pronouncements that are mandatory for the Company's accounting periods commencing on or after March 1, 2024. Many are not applicable or do not have a significant impact to the Company and have been excluded. The Company is currently assessing the impact upon the adoption of the following amendments on its consolidated financial statements.

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(b) Foreign currencies

The functional currency of the Company and two of its subsidiaries, Grandview Gold (USA) Inc., and Recuperacion Realzada, S.A.C, is the Canadian dollar. The functional currency of PUDOpoint Inc. is the United States dollar ("USD"). Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss.

In situations where the functional currency is not the same as the presentation currency, foreign currency denominated assets and liabilities are translated to their presentation currency equivalents using foreign exchange rates in effect at the consolidated statement of financial position date. Revenues and expenses are translated at average rates of exchange during the period.

(c) Revenue recognition

To determine the amount and timing of revenue to be recognized, the Company follows a 5-step process:

1. Identifying the contract with a customer;
2. Identifying the performance obligations;
3. Determining the transaction price;
4. Allocating the transaction price to the performance obligations; and
5. Recognizing revenue when/as performance obligation(s) are satisfied.

The Company provides technology and a network of third-party locations where consumers can pick up or drop off parcels and revenue is generated in various ways when (i) a courier cannot deliver a parcel to a residential customer, they may choose to drop the parcel off at a PUDOpoint; (ii) consumers choose to have their parcels delivered directly to a PUDOpoint or KinekPoint; (iii) partners utilize the network for drop off packages for a consolidated pickup; and (iv) PUDO partners utilize the PUDOpoint network for returns of e-commerce packages.

The Company also provides a service (Third Party Logistics) where partners utilize our technology and services for package final mile delivery to a residential or business address. This service does not require the packages to be delivered to a PUDOpoint location.

PUDO recognizes revenue when the parcel has arrived at the PUDOpoint, KinekPoint, or a PUDO warehouse which is the point at which the Company has satisfied its performance obligation under its contracts with consumers, couriers and third-party locations and revenue is reliably measurable and collection is reasonably assured. For third-party logistics, revenue is recognized when the package is accepted by the final mile carrier.

(d) Equipment

Equipment, which consists primarily of computer tablets and scanners, is initially recorded at cost. Computer tablets and scanners are amortized using the straight-line method over their estimated useful life of 2 years.

(e) Intangible assets

Intangible assets, which consist of computer systems software, including software acquired in a business combination, are initially recorded at cost. Computer systems software is amortized using the straight-line method over its estimated useful life of 4 years.

(f) Impairment of non-financial assets

At each statement of financial position reporting date, the carrying amounts of the Company's assets are reviewed to determine whether there is an indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss in the statements of loss and comprehensive loss for the year. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

At each reporting date, the Company assesses whether there is any indication that previously recognized impairment losses no longer exist. If such an indication exists, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss in the statements of loss and comprehensive loss.

(g) Financial instruments

The Company's accounting policies in respect of its financial instruments are set out below:

Financial assets

On initial recognition, financial assets are recognized at fair value. They are classified to be subsequently measured at amortized cost or fair value through profit or loss ("FVTPL"). The objective of the financial assets is to hold them and contractual cash flows are solely payments of principal and interest on the outstanding principal amount. Therefore, subsequent measurements are made at amortized cost.

A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. The amount of the provision is recorded in profit or loss.

At each reporting date, the Company assesses whether there is objective evidence that financial assets not carried at fair value through profit or loss are impaired. A financial asset or a group of financial assets is impaired when objective evidence demonstrates that a loss event has occurred after the initial recognition of the asset(s), and that the loss event has an impact on the future cash flows of the asset(s) that can be estimated reliably.

Impairment losses on assets carried at amortized cost are measured as the difference between the carrying amount of the financial asset and the present value of estimated future cash flows discounted at the asset's original effective interest rate. Impairment losses are recognized in profit or loss and reflected in an allowance against loans and receivables. Interest on impaired assets continues to be recognized through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Trade receivables are initially measured at the transaction price and classified as amortized cost. Cash, restricted short-term investments and other amounts receivable are initially measured at fair value and classified as amortized cost.

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Financial liabilities

Financial liabilities are initially recorded at fair value and designated upon inception as fair value through profit or loss or amortized cost. Trade and other payables, and loans and borrowings are recognized on the trade date at which the Company becomes a party to the contractual provisions of the instrument. Trade and other payables, advances payable, and loans and borrowings are initially recognized at fair value. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Financial liabilities are derecognized when the contractual obligations are discharged, cancelled or expire.

Fair value measurement

Financial instruments recorded at fair value on the statement of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels: Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and Level 3 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Offsetting

Financial assets and liabilities are offset and the net amount presented in the financial statements when and only when, the Company has a legal right to set off the recognized amounts and it intends either to settle on a net basis or realize the asset and settle the liability simultaneously.

(h) Share-based compensation

Equity-settled share-based compensation to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in the stock option reserve notes in the financial statements.

Fair value is measured at grant date and each tranche is recognized on a graded-vesting basis over the period in which options vest. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognized in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to stock options reserve.

Equity-settled share-based compensation transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

On exercise, the value originally recorded in stock option and warrant reserves is recorded in share capital with proceeds received. For those stock options and warrants that expire after vesting, the recorded value is transferred from stock option and warrant reserves to deficit.

(i) Share capital

Common shares are classified as equity. Transaction costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects.

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(j) Income taxes

Income tax expense comprises current and deferred taxes. Current taxes and deferred taxes are recognized in profit and loss except to the extent that it relates to items recognized directly in equity or in other comprehensive income (loss).

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured using enacted or substantively enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(k) Loss per share

Basic loss per share is calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the year. Diluted loss per share is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of dilutive instruments such as stock options and warrants. Stock options and warrants are dilutive when the Company has income from operations and the average market price of the common shares during the period exceeds the exercise price of the options and warrants. Since the stock options held during the years ended February 29, 2024 and February 28, 2023 were anti-dilutive, they have been excluded from the diluted loss per share calculation.

(l) Short-term investments

Short-term investments are comprised of guaranteed investment certificates with original maturities of greater than three months and up to one year. As at February 29, 2024 and February 28, 2023, the restricted short-term investment was comprised of a cashable guaranteed investment certificate to be held as collateral for a corporate credit card for as long as the credit card is active and has been reflected as a restricted asset. The restricted short-term investment amount would change if there is any change in the credit limit on the credit card.

(m) Segment information

The Company operates in one operating segment: providing technology and a network of third-party locations for alternative drop-off and pick up options for parcels.

The Company has identified its operating segment based on the financial information that is reviewed and used by executive management (collectively, the Chief Operating Decision Maker, or "CODM") in assessing performance and in determining the allocation of resources. The CODM considers the business from a single segment perspective and assesses the performance of the segment based on measures of profit and loss as

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well as assets and liabilities. These measures include revenue, operating expenditures, working capital, non-current assets and total debt.

Financial information about the operating segment is reported to the CODM on at least a monthly basis. As the operations comprise a single segment, amounts disclosed in the consolidated financial statements also represent segment amounts.

(n) Receivables and Expected Credit Loss

Accounts receivables are recorded at the invoiced amount and do not bear interest. Expected credit losses reflect the Company's estimate of amounts in its existing accounts receivable that may not be collected due to customer claims or customer inability or unwillingness to pay. Collectability of receivables is reviewed on an ongoing basis.

The expected credit loss is determined based on a combination of factors, including the Company's risk assessment regarding the credit worthiness of its customers, historical collection experience and length of time the receivables are past due. For financial assets measured at amortized cost, loss allowances for expected credit losses are presented in the consolidated statement of financial position as a deduction from the gross carrying amount of the financial asset.

Related Party Transactions

During the year ended February 29, 2024, the Company incurred bookkeeping fees, office rental, and warehouse sorting costs to a company with a common office and director. Warehouse sorting is included in cost of sales in the amount of \$71,500 (2023 – \$36,631). Bookkeeping fee and office rental are included in accounting and office expense \$13,126 (2023 - \$14,400).

During the years ended February 29, 2024 and February 28, 2023, the Company had the following transactions with shareholders, management and directors:

	2024	2023
Share-based compensation	\$ 356,374	\$ 313,108
Salaries and benefits	119,027	226,870
Consulting fees	118,352	41,035
	\$ 593,753	\$ 581,013

As at February 29, 2024, balances payable to the related parties noted above amounted to \$176,928 (2023 - \$64,640) and are included in trade and other payables. These balances are unsecured, non-interest bearing and due on demand.

As at February 29, 2024, balance receivable from a related party noted above amounted to \$27,674 (2023- \$17,053) and are included in the account receivables.

All related party transactions were made on terms equivalent to those that would prevail in arm's length transactions.

Financial Risk Management

Information about the Company's exposure to various financial risks is disclosed below.

(a) Fair values

The carrying amounts of cash, trade and other receivables, restricted short-term investment, trade and other payables and loans and borrowings approximate their fair values, given their short-term nature.

(b) Financial risk factors

The Company's activities expose it to a variety of financial risks, including credit risk, liquidity risk, market risk, and capital risk management. This note discloses information about the Company's exposure to each of the above risks, their objectives, policies and processes for measuring and managing risk and their management of capital.

The Board of Directors of the Company (the "Board") has the overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

(i) Credit risk

Credit risk is the risk that an issuer or counterparty will be unable or unwilling to meet commitments it has entered into with the Company. The financial assets that potentially expose the Company to credit risk consist principally of cash or trade and other receivables. The extent of the Company's exposure to credit risk is approximated by the carrying values recorded in the Company's consolidated statement of financial position.

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	2024	2023
Revenue from customer #1	\$ 1,203,373	\$ 1,250,960
% of total revenue	37%	33%
Revenue from customer #2	\$ 685,884	\$ 1,019,940
% of total revenue	21%	27%
Revenue from customer #3	\$ 656,714	\$ 1,240,255
% of total revenue	20%	26%
Account receivable from customer #1	\$ 50,779	\$ 38,290
% of total accounts receivable	14%	14%
Account receivable from customer #2	\$ 58,008	\$ -
% of total accounts receivable	16%	0%
Account receivable from customer #3	\$ 30,769	\$ 68,898
% of total accounts receivable	8%	26%

The maximum exposure to credit risk at the reporting date was:

	2024	2023
Cash	\$ 155,725	\$ 177,925
Restricted short-term investment	25,850	25,632
Trade and other receivables	370,999	277,484
	\$ 552,574	\$ 481,041

(ii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to finance its operations and to mitigate the effects of fluctuations in cash flows.

The following are the contractual maturities of financial liabilities, including interest, where applicable:

As at February 29, 2024	1 Year or Less	Greater than 1 year	Total
Trade and other payables	\$ 796,271	\$ -	\$ 796,271

As at February 29, 2023	1 Year or Less	Greater than 1 year	Total
Trade and other payables	\$ 569,130	\$ -	\$ 569,130

In order to meet such cash commitments, the Company will be required to generate sufficient cash inflows from operating and financing activities.

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(iii) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. All of the Company's equipment and intangible assets are located in Canada.

Revenue by geographic region is as follows:

	2024	2023
Canada	\$ 3,071,990	\$ 3,725,710
United States of America	185,706	108,339
	\$ 3,257,696	\$ 3,834,049

Revenue by service is as follows:

	2024	2023
Returns	\$ 1,496,993	\$ 1,259,046
For Pick Up	483,746	836,625
Failed First Attempts	464,416	496,239
Third Party Logistics	424,939	985,448
Director PUDO	217,532	116,839
Other	170,071	139,852
	\$ 3,257,696	\$ 3,834,049

(iv) Currency risk

Since the Company has a bank account denominated in US dollars, it is exposed to foreign currency risk due to fluctuations in the foreign exchange rate. The Company also has revenue and expenses in both Canadian and US dollars. Since the Company reports its results in Canadian dollars, the functional and presentation currency of the Company, it is exposed to changes in the value of the US dollar relative to that of the Canadian dollar. As at February 29, 2024 and February 28, 2023, the Company had cash, trade and other receivables and trade and other payables denominated in US dollars as follows:

As at February 29, 2024	USD	CAD
Cash	\$ 72,657	\$ 98,596
Trade and other receivables	50,585	68,644
Trade and other payables	(43,536)	(59,078)
	\$ 79,706	\$ 108,162

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As at February 28, 2023		USD		CAD
Cash	\$	36,889	\$	50,202
Trade and other receivables		62,753		85,402
Trade and other payables		(30,820)		(41,941)
	\$	68,822	\$	93,663

(v) Interest rate risk

The Company's exposure to risks of changes in market interest rates relates primarily to its cash and short-term investment balances. The Company regularly analyzes its interest rate exposure, giving consideration to potential renewals of existing positions, alternative financial positions and the mix of fixed and variable interest rates.

(vi) Capital risk management

The Company reviews and manages its capital position from time to time to maintain a balance between its liability and equity levels. The Company uses the capital contributed by investors to finance its working capital requirements. The Board of Directors does not establish quantitative return on capital criteria for management but rather relies on the expertise of the Company's management to sustain future developments of the business. The Company defines capital as shareholders' equity and loans and borrowings. As at February 29, 2024, the Company had a shareholders' deficit of \$100,052 (2023 – shareholders' equity of \$43,250).

The Company's capital management objectives, policies and processes have remained materially unchanged during the years ended February 29, 2024 and February 28, 2023.

(vii) Sensitivity analysis

Based on management's knowledge and experience in the financial markets, the Company believes the following movements are reasonably possible over the year. Sensitivity to a plus or minus 10% change in the US–Canadian dollar foreign exchange rate, based on the US dollar denominated balances as at February 29, 2024, would affect the net loss by approximately \$8,000 during the year.

Risk Factors

Financing

The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future. While the Company has been successful in raising the necessary funding to continue operations in the past, there is no assurance that it will be able to do so in the future. Failure to obtain sufficient financing may result in delaying or the indefinite postponement of the growth strategy into the other services and markets and it could have a substantial impact on the Company's ability to continue operations at its present level.

There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financing will be favourable to the Company.

If the Company raises additional funds through the sale of equity securities, shareholders may have their investments diluted.

Financial Risk Factors and Credit Facilities

See above under heading "Financial Risk Management" – (b) Financial Risk Factors

Currently, no loans extended to the Company that contain financial covenants related to the Company's financial position and earnings.

Economic Downturns

The Company cannot be certain that economic or political conditions will generally be favourable or that there will not be significant fluctuations that adversely affect the economy as a whole or the key markets that the Company targets.

Changes in the Regulatory Environment

The Company's results of operations can be affected significantly by changes in the regulatory environment.

Dependence on Key Personnel

The success of the Company depends on its senior management team and other key employees, including their ability to retain and attract skilled employees. The loss of the services of key personnel could have a material adverse effect on the business, financial condition, results of operations or future prospects. The Company may not be able to attract and retain additional qualified management and employees as needed in the future. There can be no assurance that the Company will be able to effectively manage its growth and any failure to do so could have a material adverse effect on the Company's business, financial condition, results of operations and future prospects.

Investment Risk

From time to time, the Company may divest of a business that is not meeting performance expectations. This may result in losses from the disposal or wind-up of that business operation.

The Company purchases goods and services in Canadian dollars and US dollars. Since the Company reports its results in Canadian dollars, it is exposed to changes in the value of the US dollar relative to that of the Canadian dollar.

History of Operating Losses

The Company has a history of operating losses and while it has a plan to reach profitability, there is no assurance that the plan can be achieved. The plan may be affected by other risk factors discussed in this section and will require additional capital to be raised to achieve this plan. This history of losses casts doubt on the ability of the Company to continue operating as a going concern. While management expects to be able to raise the necessary capital, there is no assurance that such capital can be raised on terms acceptable to the Company.

Potential Future Developments

Management of the Company, in the ordinary course of business, regularly explores potential strategic opportunities and transactions. The public announcement of any of these or similar strategic opportunities or transactions might have a significant effect on the price of the Company's securities. The Company's policy is not to publicly disclose information concerning potential strategic opportunities or transactions unless and until

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a definitive binding agreement is reached or the respective boards are confident that the transaction will be completed, in accordance with applicable securities regulations. There can be no assurance that investors who buy or sell securities of the Company are doing so at a time when the Company is not pursuing a particular strategic opportunity or transaction which, when announced, would have a significant effect on the price of the Company's securities.

Disclosure of Internal Controls

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

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

- (i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized, and reported within the time periods specified in securities legislation; and
- (ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with the Company's generally accepted accounting principles, which follow IFRS.

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

Additional Disclosure for Venture Corporations

The expenses categorized by nature, incurred by the Company for the years ended February 29, 2024 and February 28, 2023 are as follows:

Cost of sales	Year Ended February 29, 2024	Year Ended February 28, 2023
External processing charges	\$ 1,954,588	\$ 2,348,990
Computer and web access charges	7,268	7,285
Total cost of sales	\$ 1,961,856	\$ 1,464,537

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Administrative expenses	February 29, 2024	February 28, 2023
Salaries and benefits	\$ 652,403	\$ 813,500
General and administrative expenses	303,254	274,980
Consulting fees	140,752	54,462
Professional fees	92,412	110,978
Investor relations	67,796	58,991
Travel, promotion and business development	55,599	48,972
Agent and filing fees	54,883	57,232
Accounting and office	37,126	21,411
Amortization	31,884	53,383
Foreign exchange (gain) loss	2,244	(1,431)
Total administrative expenses	\$ 1,437,353	\$ 1,492,478