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SOUTHTECH CAPITAL CORPORATION

MANAGEMENT DISCUSSION & ANALYSIS

For the Six Months Ended June 30, 2014

AUGUST 27, 2014

MANAGEMENT DISCUSSION & ANALYSIS
FOR THE SIX MONTHS ENDED JUNE 30, 2014

The following Management Discussion & Analysis ("**MD&A**") of the financial condition and results of operations of SouthTech Capital Corporation (the "**Corporation**" or "**SouthTech** ") is dated as of August 18, 2014, and should be read in conjunction with the Company's unaudited interim condensed financial statements and accompanying notes for the six months ended June 30, 2014, which have been prepared in accordance with International Financial Reporting Standards and are incorporated by reference herein and form an integral part of this MD&A. All dollar amounts are in Canadian Dollars unless stated otherwise.

The accompanying Financial Statements for the six months ended June 30, 2014 have been prepared on the going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations in the foreseeable future. The company's recurring losses from operations, accumulated deficit, and inability to generate sufficient cash flow to meet its obligations raise substantial doubt about its ability to continue as a going concern. The ability of the Company to continue as a going concern is primarily dependent upon its ability to manage its capital reserves, which currently consist of common shares. Its principal source of cash is from the issuance of common shares. As at June 30, 2014, the Company has sufficient cash resources to cover its operational needs for the next 12 months. On May 7, 2014, the Company entered into an amalgamation agreement (the "Agreement") with Redfall Technologies Inc. ("Redfall"), a private corporation incorporated under the laws of Alberta, to complete a Qualifying Transaction (the "Qualifying Transaction"), as such term is defined by the TSX Venture Exchange Inc. ("TSX Venture"). Pursuant to the Agreement, the Company and Redfall have agreed to amalgamate (the "Amalgamation") and continue as one corporation named "Vogogo Inc." (the "Resulting Issuer"). In connection with the Amalgamation, Redfall intends to complete a brokered 'commercially reasonable efforts' private placement for gross proceeds of not less than $5,400,000 (the "Private Placement"). Completion of the Private Placement is a condition to completion of the Qualifying Transaction. As at June 30, 2014 the Company and Redfall had not completed this transaction.

Our MD&A is intended to enable readers to gain an understanding of the Company's current results and financial position. To do so, we provide information and analysis comparing the results of operations and financial position for the current period to those of the preceding year. We also provide analysis and commentary that we believe is required to assess the Company's future prospects. Accordingly, certain sections of this report contain forward-looking statements that are based on current plans and expectations. These forward-looking statements are affected by risks and uncertainties that are discussed in this document and that could have a material impact on future prospects. Readers are cautioned that actual results could vary.

CAUTIONS REGARDING FORWARD-LOOKING STATEMENTS

Except for historical financial information contained herein, certain matters discussed in this document may be considered forward- looking statements. Such statements include declarations regarding management's intent, belief or current expectations. Prospective investors are cautioned that any such forward-looking statements are not guarantees of future performance and involve a number of risks and uncertainties; actual results could differ materially from those indicated by such forward-looking statements. Some of the important factors, but certainly not all, that could cause actual results to differ materially from those indicated by such forward-looking statements are: (i) that the information is of a preliminary nature and may be subject to further adjustment, (ii) the possible unavailability of financing, (iii) start-up risks, (iv) general operating risks, (v) dependence on third parties, (vi) changes in government regulation, (vii) the effects of competition, (viii) dependence on senior management, (ix), impact of the Canadian economic conditions, and (x) fluctuations in currency exchange rates and interest rates.

DESCRIPTION OF BUSINESS

Southtech was incorporated pursuant to the provisions of the Business Corporations Act (Alberta) on April 21, 2011. The Corporation is a Capital Pool Company ("CPC") as defined pursuant to Policy 2.4 of TSX Venture. The Corporation's business is to identify and evaluate corporations, businesses or assets for acquisition and, once identified and evaluated, to negotiate an acquisition or participation subject to receipt of shareholder and regulatory approval.

The Corporation has 6,200,000 Common Shares outstanding, and the directors and officers of the Corporation own or control, directly or indirectly, 4,000,000 Common Shares.

The Common Shares of the Corporation commenced trading under the stock symbol "STU.P" on May 3, 2012.

OPERATIONAL REVIEW

Operating expenses

	June 30 2014	June 30 2013
General and administrative	3,644	76
Stock filling fees	20,136	11,122
Audit fees	11,765	7,880
Total operating expenses	35,545	19,078

Net Income and Cash Flow from Operations

The Corporation has not yet conducted any operations. A cumulative deficit of $157,283 resulted for the period ended June 30, 2014.

Financial Resources and Liquidity

The Corporation's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at June 30, 2014 the Corporation had a cash balance of $187,856 to settle current liabilities of $2,422. All of the Corporation's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms.

SHARE CAPITAL

Issued

On May 3, 2014, 200,000 options were exercised for 200,000 common shares at $0.10 per unit for proceeds of $20,000.

Outstanding Stock Options

The Corporation has adopted an incentive stock option plan in accordance with the policies of the TSX Venture (the "Stock Option Plan") which provides that the Board of Directors of the Corporation may from time to time, in its discretion, grant to directors, officers, employees and consultants of the Corporation non transferable options to purchase common shares, provided that the number of common shares reserved for issuance under the Stock Option Plan shall not exceed ten percent (10%) of the issued and outstanding common shares. The options are exercisable for a period of up to ten (10) years. In addition, the number of common shares reserved for issuance to any one person shall not exceed five percent (5%) of the issued and outstanding common shares and the number of common shares reserved for issuance to any one consultant will not exceed two percent (2%) of the issued and outstanding common shares. The Board of Directors determines the price per Common Share and the number of common shares which may be allocated to each director, officer, employee and consultant and all other terms and conditions of the option, subject to the rules of TSX Venture.

No options have been issued during the six month period ended June 30, 2014.

Escrow

Pursuant to an escrow agreement dated December 31, 2011 among the Corporation, CIBC Mellon Trust Company and certain shareholders of the Corporation, 4,000,000 of the issued and outstanding common shares have been deposited in escrow. Upon the Corporation completing a Qualifying Transaction, as defined in Policy 2.4 of the TSX Venture, the common shares held pursuant to the escrow agreement shall be released as to 10% immediately following the issuance of the bulletin of TSX Venture announcing final acceptance of the Qualifying Transaction (the "Initial Release") and an additional 15% every six months following the Initial Release. As at June 30, 2014, no common shares have been released from escrow.

RISKS AND UNCERTAINTIES

As of June 30, 2014, the Company had no material assets other than cash. The company does not have a history of earnings. There is no assurance that the Company will be able to obtain additional funding.

RELATED PARTY TRANSACTIONS

During the period the Corporation incurred legal expenses through Burstall Winger LLP amounting to $231.

SELECTED ANNUAL INFORMATION

	June 30, 2014		December 31, 2013	
Revenue	$	-	$	-
Net loss	$	(35,545)	$	(44,235)
Net loss per share - basic & diluted	$	(0.01)	$	(0.02)

The Corporation has not yet conducted any operations.

SELECTED QUARTERLY FINANCIAL INFORMATION

		Q2'14		Q2'13		Q2'12
Revenue	$	-	$	-	$	-
Net comprehensive loss for the period		(32,445)		(10,411)		(0.00)
Per share - basic & diluted		(0.01)		(0.00)		(0.00)
Total assets		189,875		227,410		268,551
Weighted average shares		6,132,609		6,000,000		6,000,000
Ending shares	$	6,200,000	$	6,000,000	$	6,000,000

CONTRACTUAL OBLIGATIONS AND OFF-BALANCE SHEET ARRANGEMENTS

The Corporation is not a party to any industry contracts or obligations and there are no off-balance sheet arrangements.

CRITICAL ACCOUNTING ESTIMATES

There are no critical or material accounting estimates.

BUSINESS RISKS

The Corporation is a Capital Pool Company under the policies of the TSX Venture. If the Corporation fails to complete a Qualifying Transactions within 24 months of listing, which has not yet occurred, the TSX Venture could suspend or delist the common shares of the Corporation. The Alberta Securities Commission may issue an interim cease trade order against the Corporation's securities and the common shares if the common shares of the Corporation are suspended from trading on the TSX Venture. In addition, certain of the currently issued and outstanding securities of the Corporation held by insiders may be cancelled.

Although management of the Corporation will work diligently to identify a Qualifying Transaction, there is no assurance that a Qualifying Transaction will be entered into or be completed.

The Corporation believes it has no significant credit risk.

The Corporation's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at June 30, 2014 the Corporation had cash on hand in excess of its liabilities. All of the Corporation's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms.

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

The Corporation has cash balances and no interest-bearing debt.

The Corporation does not have assets or liabilities in foreign currency.

SIGNIFICANT ACCOUNTING POLICIES

The condensed interim financial statements for the six month period ended June 30, 2014 have been prepared in accordance with IAS 34 Interim Financial Reporting. They do not include all disclosures that would otherwise be required in a complete set of financial statements and should be read in conjunction with the Corporation's 2013 annual financial statements which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

The accounting policies applied by the Company in these Condensed Interim Financial Statements are the same as those applied by the Corporation in its Financial Statements for the year ended December 31, 2013.

Accounting Standards Issued But Not Yet Applied

The following new standards which has not been applied within these financial statements, will or may have an effect on the Corporation's future financial statements:

- IFRS 9: Financial Instruments (effective for periods beginning on or after July 1, 2015). This standard addresses the classification and measurement of financial assets and liabilities.
- IFRS 15: Revenue from Contracts with Customers (effective for periods beginning on January 1, 2017 onwards). This standard establishes the principles that an entity shall apply to report useful information to users of financial statements about the nature, timing, and uncertainty of revenue and cash flows arising from a contract with a customer.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

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 use to estimate the fair values. The three levels of 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 assets or liability either directly or indirectly; and

Level 3 – Inputs that are not based on observable market data.

The fair values of the Corporation's cash and accounts payable and accrued liabilities approximate their carrying values, which are the amounts in the statement of financial position.

Fair Values

At December 31, 2013, the Corporation's financial instruments consist of cash and accrued liabilities. The fair values of these financial instruments approximate their carrying values due to the relatively short-term maturity of these instruments. The Corporation classifies its cash as loans and receivables, and its accrued liabilities as other financial liabilities.

Credit Risk

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. Financial instruments that potentially subject the Corporation to concentrations of credit risks consist principally of cash. To minimize the credit risk the Corporation places these instruments with a high credit quality financial institution.

Liquidity Risk

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they fall due. The Corporation currently settles its financial obligations out of cash. The ability to do this relies on the Corporation raising equity financing in a timely manner and by maintaining sufficient cash in excess of anticipated needs. The Corporation's current obligations consist of accounts payable, which are all due within 30 days.

SUBSEQUENT EVENT

Qualifying transaction

On May 7, 2014, the Company entered into an amalgamation agreement (the “Agreement”) with Redfall Technologies Inc. ("Redfall"), a private corporation incorporated under the laws of Alberta, to complete a Qualifying Transaction (the “Qualifying Transaction”), as such term is defined by the TSX Venture. The Qualifying Transaction was completed on July 31, 2014.

Pursuant to the Agreement, the Company and Redfall agreed to amalgamate (the "Amalgamation") and continue as one corporation named “Vogogo Inc.” (the “Resulting Issuer”). In connection with the Amalgamation, Redfall completed a brokered ‘commercially reasonable efforts’ private placement for gross proceeds of not less than $5,400,000 (the “Private Placement”).

In connection with the Amalgamation, each Redfall shareholder has received one (1) common share in the Resulting Issuer (“Resulting Issuer Share”) at a deemed price of $0.75 per Resulting Issuer Share for every one (1) common share of Redfall (a “Redfall Share”) held by such Redfall shareholder for deemed aggregate consideration of approximately $20 million exclusive of Resulting Issuer Shares exchanged for Redfall Shares issued pursuant to the Private Placement. The Redfall Shares so exchanged have been cancelled without reimbursement of the capital represented by such securities. In addition, each Southtech shareholder received one (1) Resulting Issuer Share for every five (5) common shares in the capital of Southtech (“Southtech Shares”) held by such Southtech shareholder.

SECOND QUARTER REVIEW

No significant activity or transactions occurred during the six months ended June 30, 2014.

ADDITIONAL INFORMATION

Additional information relating to the company is available on SEDAR at www.sedar.com

DATED

This MD&A is dated August 27, 2014

CORPORATE INFORMATION

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