Sprock-it Acquisitions Ltd.

Management's Discussion and Analysis

for the three and six months ended April 30, 2025

The following management's discussion and analysis ("MD&A") should be read in conjunction with the Company's unaudited condensed interim financial statements for the three and six months ended April 30, 2025 ("unaudited financial statements") and audited annual financial statements and notes thereto for the period ended October 31, 2024 (the "financial statements"). This MD&A was prepared by management of Sprock-it Acquisitions Ltd. (the "Company") and was approved by the Board of Directors on June 27, 2025. Additional information relating to the Company is available on SEDAR + at www.sedarplus.ca.

BASIS OF PRESENTATION

This MD&A and the financial statements have been prepared in Canadian dollars, unless otherwise indicated, and in accordance with International Financial Reporting Standards ("IFRS").

FORWARD-LOOKING INFORMATION

Certain statements contained in this document constitute "forward-looking information". When used in this document, the words "may", "would", "could", "will", "intend", "plan", "propose", "anticipate", "believe", used by any of the Company's management, are intended to identify forward-looking information. Such statements reflect the Company's forecasts, estimates and expectations, as they relate to the Company's current views based on their experience and expertise with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the Company's actual results, performance or achievements to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. The Company does not intend, and does not assume any obligation, to update any such factors or to publicly announce the result of any revisions to any of the forward-looking statements contained herein to reflect future results, events or developments unless required by law.

OVERALL PERFORMANCE

BUSINESS OF THE COMPANY

The Company was incorporated pursuant to the provisions of the Business Corporations Act (Alberta) on July 29, 2024. One common share was issued on September 13, 2024 for proceeds of $0.05. On September 30, 2024, the directors and officers of the Company subscribed for 2,499,999 common shares at a price of $0.05 per common share for gross proceeds of $125,000. 400,000 of the common shares subscribed to on September 30, 2024 were issued on November 4, 2024.

The principal business of the Company will be to identify and evaluate assets or businesses with a view to potentially acquire them or an interest therein. The purpose of such an acquisition is to satisfy the related conditions of a "Qualifying Transaction" under the TSX Venture Exchange ("TSXV") rules. The Company has not commenced operations and has no assets other than cash held in trust and deferred financing costs. The Company's continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate an acquisition, or business, or an interest therein. Such an acquisition will be subject to the approval of the regulatory authorities concerned and, in the case of a non-arm's length transaction, of the majority of the minority shareholders.

SELECTED ANNUAL FINANCIAL HIGHLIGHTS

The financial results of the Company for the financial period from July 29, 2024 to October 31, 2024 are summarized as follows:

Period ended		October 31, 2024
Operating expenses	$	59,261
Net loss		(59,261)
Loss per share - basic and diluted		(0.02)
Total assets		125,000
Total short term liabities	$	23,500
Weighted average shares outstanding		2,486,813

During the period ended October 31, 2024, professional fees amounted to $23,500, comprised of $8,500 for audit and accounting fees and $15,000 for legal expenditures. The legal costs related primarily to general legal costs along with costs associated with the prospectus as discussed above.

SELECTED QUARTERLY FINANCIAL HIGHLIGHTS
The quarterly financial results of the Company for the three and six month ended periods to April 30, 2025 are summarized as follows:

Three months ended	April 30, 2025	January 31, 2025	October 31, 2024
Net loss	(20,949)	(59,261)	(23,500)
Loss per share	$ (0.01)	$ (0.02)	$ (0.03)
Weighted average shares	2,493,333	2,486,813	692,553

DISCUSSION OF OPERATIONS

Three and six months ended April 30, 2025

For the three and six month period ending April 30, 2025, the Company reported a net loss of $20,949 and $80,210 respectively, which included legal fees of $52,162 in Q1 and $16,594 in Q2. Currently, the only assets of the Company are cash and deferred financing costs related to funding from founders for their seed capital, and the only liabilities are accounts payable that are all current.

DISCLOSURE OF OUTSTANDING SHARE DATA
One common share was issued on September 13, 2024 for proceeds of $0.05. On September 30, 2024, the Company issued a total of 2,099,999 common shares at a price of $0.05 per share to directors and officers of the Company for gross proceeds of $105,000. An additional 400,000 common shares were subscribed to on September 30, 2024 and issued on November 4, 2024 bringing the total number of issued and outstanding common shares of the Company as at January 31, 2025 to 2,500,000.

LIQUIDITY AND CAPITAL RESOURCES
As at April 30, 2025, the Company had cash of $30,549 (October 31, 2024 - $102,500) and net working capital of $21,290 (October 31, 2024 - $101,500).

OFF-BALANCE SHEET ARRANGEMENTS
As at April 30, 2025, and up to the date of this MD&A, the Company had no off-balance sheet arrangements.

PROPOSED TRANSACTIONS
On May 9, 2025, the Company filed a prospectus with the securities regulatory authorities in the provinces of Alberta, British Columbia and Ontario, and pursuant to an Agency Agreement (the “Agency Agreement”) entered into between the Company and iA Private Wealth Inc. (the “Agent”) totaling 10,170,700 Common Shares at $0.10 (the “Offering”) per share to the public for total gross proceeds of $1,017,070. The Agent will be granted options to purchase up to 10% of the total common shares sold under the offering at a price of $0.10 per share and expiring 60 months from the closing dates. The Company also to granted share options to directors and officers to purchase 1,267,070 Common Shares immediately after the closing of the Offering under the Company’s share option plan at a price of $0.10 per share and an expiry date of ten years from the date of grant.

In connection with the Offering, the Company will pay the Agent a commission equal to 10% of the gross proceeds, a corporate finance fee of $12,500 (plus HST) and reasonable expenses. Including the professional and agency fees to be incurred, Agent’s commission, additional professional, listing and filing fees to complete the Offering are estimated to be approximately $92,500, excluding the Agent’s commission, but including the deferred financing costs of $22,500.

The Company has adopted an incentive stock option plan in accordance with the policies of the TSX (the "Stock Option Plan") which provides that the Board of the Company may from time to time, in its discretion, grant to directors, officers, employees and consultants of the Company 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 Stock Option Plan provides that options shall be exercisable for the duration set out in the individual option agreements, which in no event shall exceed ten (10) years from the date such options are granted. 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 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.

CRITICAL ACCOUNTING ESTIMATES & CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

Material accounting policies are explained in Note 2 of the audited October 31, 2024 financial statements. Critical accounting estimates are explained in Note 2 of the same financial statements.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company's financial instruments consist of cash and cash equivalents, deferred financing costs, accounts payable and accrued liabilities. The fair value of these financial instruments approximates their carrying values, unless otherwise noted. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from financial instruments.

RISKS AND UNCERTAINTIES

The Company is a Capital Pool Company as that term is defined in Policy 2.4 of the Exchange. The Company is actively working to identify assets or businesses in order to complete a Qualifying Transaction. During this time, the Company will have no source of recurring income.

Although management of the Company will be working to identify a Qualifying Transaction, there is no assurance that a Qualifying Transaction will be entered into or be completed. Nor can there be an assurance that the Company will be able to obtain additional financing in the future on terms acceptable to the Company or at all.

The Company is relying solely on the past business success of its directors and officers to identify a Qualifying Transaction of merit. The success of the Company is dependent upon the efforts and abilities of its management team. The loss of any member of the management team could have a material adverse effect upon the business and prospects of the Company. In such event, the Company will seek satisfactory replacements but there can be no guarantee that appropriate personnel may be found.

Completion of the Qualifying Transaction is subject to a number of conditions, including acceptance by the Exchange and in the case of a Non-Arm's Length Qualifying Transaction, majority of minority approval.