

NOTICE
CHANGE IN CORPORATE STRUCTURE
Pursuant to Section 4.9 of National Instrument 51-102

Item 1 Names of the Parties to the Transaction

1319743 B.C. Ltd. (the “**Company**” or “**131**”) and Zero Candida Technologies Ltd. (“**ZC**”)

Item 2 Description of the Transaction

Zero Candida (formerly 1319743 B.C. Ltd.), has recently completed its business acquisition of Zero Candida Ltd., an Israeli private company (“**ZC**” and “**Acquisition**” respectively). In connection with the completion of the Acquisition, the Company changed its name to Zero Candida Technologies Inc. and split its share capital on a fifty-five thousand five hundred fifty-five (55,555) common shares for one (1) common share basis, so that 36 common shares of the Company, without par value which were issued and outstanding immediately before completion of the Acquisition, were split into 2,000,000 common shares without par value.

Pursuant to the terms of the Acquisition, the Company issued a total of 17,533,037 common shares (9.6165 common shares in the capital of the Company for each ordinary share in the capital of ZC) (the “**Payment Shares**”). Following completion of the Acquisition, ZC became a wholly-owned subsidiary of the Company. In addition, in connection with closing of the Acquisition, the Company issued 1,450,643 incentive stock options to employees of ZC (9.6165 incentive Options in exchange for each currently outstanding ZC Option). The terms of the exercise of the Options shall be consistent with the terms of the originally issued underlying ZC securities.

Under section 4.10 of National Instrument 51-102, Zero Candida Technologies Inc. (formerly 1319743 B.C. Ltd.) has adopted December 31st as its financial year-end. The financial year-end of the Company was July 31 and that of ZC is December 31st.

Item 3 Effective Date of the Transaction

November 14, 2024

Item 4 Name of each party, if any, that ceased to be a reporting issuer after the transaction and of each continuing entity

N/A

Item 5 Date of the reporting issuer’s first financial year-end after the transaction

The first financial year-end for Zero Candida Technologies Inc. will be December 31, 2024.

Item 6 Periods of the interim and annual financial statements required to be filed for the reporting issuer’s first financial year subsequent to the transaction

Zero Candida Technologies Inc. will file Interim Financial Statements in its first financial year subsequent to the Acquisition for the period ending September 30, 2024 (the comparative period will be the 9 months period ended September 30, 2023), and Annual Financial Statements for the year ended December 31, 2024 (the comparative periods will be the year-ended December 31, 2023).

Item 7 The documents that were filed under National Instrument 51-102 that describe the transaction and where those documents can be found in electronic format

Listing Application of the Company dated November 14, 2024 filed on SEDAR+ profile of the Company.

Business Acquisition Agreement dated March 1, 2024 filed on SEDAR+ profile of the Company.

Press release dated November 14, 2024 announcing completion of the Acquisition filed on SEDAR+ profile of the Company.

DATED November 14, 2024