

Notice of Change in Corporate Structure

Pursuant to Section 4.9 of National Instrument 51-102 *Continuous Disclosure Obligations*

Item 1 Names of the Parties

Zoomd Technologies Ltd. (the “**Company**”) (formerly Dataminers Capital Corp. (“**Dataminers**”))
Zoomd Ltd. (“**Zoomd**”)
Dotima 2019 Ltd. (“**Subco**”)

Item 2 Description of the transaction

On August 28, 2019, the Company completed its previously announced transaction (the “**Transaction**”). The Transaction, which constitutes the Company’s “Qualifying Transaction” (as such term is defined in Policy 2.4 of the TSX Venture Exchange (the “**TSXV**”) Corporate Finance Manual), was completed by way of a merger under Israeli law, pursuant to which Subco, a wholly owned Israeli subsidiary of the Company, merged with Zoomd to form a newly merged company (“**Amalco**”), which now holds Zoomd’s assets as a wholly-owned Israeli subsidiary of the Company. Amalco shall operate under the name “Zoomd Ltd.”. In connection with the Transaction, the Company changed its name from Dataminers Capital Corp. to Zoomd Technologies Ltd.

Pursuant to the Transaction, the Company acquired all of the outstanding shares of Zoomd and issued one common share of the Company to Zoomd’s shareholders in exchange for each ordinary share of Zoomd so acquired (aggregate of 81,655,219 common shares).

Item 3 Effective Date of the Transaction

August 28, 2019

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

The Company continues to be a reporting issuer in British Columbia and Alberta.

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

The Company’s first financial year-end subsequent to the Transaction will end on December 31, 2019, as the Company has adopted the year-end of Zoomd (being the reverse takeover acquirer in accordance with s. 4.10(1)(b) of National Instrument 51-102 – Continuous Disclosure Obligations).

Item 6 **Periods, including comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer's first financial year subsequent to the transaction**

- (a) The Company will file interim unaudited financial statements of Zoomd as the reverse takeover acquirer for the three and six month periods ended June 30, 2019 with comparative statements of Zoomd for the three and six months ended June 30, 2018;
- (b) The Company will file interim unaudited financial statements of Dataminers for the three and nine month periods ended July 31, 2019 with comparative statements of Dataminers for the same period ended July 31, 2018;
- (c) The Company will file interim financial statements of the Company for the three and nine month periods ended September 30, 2019 with comparative statements of Zoomd for the three and nine month periods ended September 30, 2018; and
- (d) The Company will file annual audited financial statements of the Company for the year ended December 31, 2019 with comparative statements of Zoomd for the year ended December 31, 2018.

Item 7 **Documents filed under this Instrument that described the transaction and where those documents can be found in electronic format**

The following documents describing the Transaction were filed on SEDAR and are available under the Company's (formerly Dataminers') profile at www.sedar.com:

- (i) Press release of Dataminers dated September 26, 2018;
- (ii) Filing Statement dated June 30, 2019;
- (iii) Press release of Dataminers dated July 2, 2019;
- (iv) Press release of Dataminers dated August 21, 2019;
- (v) Material change report of Dataminers dated August 23, 2019;
- (vi) Press release of the Company dated August 28, 2019 announcing the closing of the Transaction; and
- (vii) Material change report of the Company dated August 30, 2019.

Dated: **August 30, 2019**