

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Titanium Transportation Group Inc. (“Titanium”)
32 Simpson Road
Bolton, ON L7E 1G9

Item 2 Date of Material Change

August 2, 2022.

Item 3 News Release

A news release, announcing the material change, was issued on August 2, 2022, and disseminated through the facilities of Globe Newswire and subsequently filed on SEDAR.

Item 4 Summary of Material Change

On August 2, 2022, Titanium announced that it had received final approval to list its common shares (the “**Common Shares**”) on the Toronto Stock Exchange (the “**TSX**”). Upon listing on the TSX, the trading symbol for the Common Shares changed from “TTR” to “TTNM”. The Common Shares began trading on the TSX effective as of the opening of the market on August 3, 2022. In conjunction with listing on the TSX, the Common Shares were delisted from the TSX Venture Exchange.

Item 5.1 Full Description of Material Change

See the news release attached as Schedule “A” hereto.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

For further information, please contact Alex Fu, Chief Financial Officer, at (905) 266-3111.

Item 9 Date of report:

August 4, 2022.

Schedule "A"

(Please see attached)



Titanium Transportation Group Graduates to the Toronto Stock Exchange (TSX)

BOLTON, Ontario, Aug. 02, 2022 -- Titanium Transportation Group Inc. ("Titanium" or the "Company") (TSXV:TTR), a leading provider of transportation and logistics services throughout North America, is pleased to announce that, further to its news release dated July 21, 2022, the Company has received final approval to list its common shares (the "Common Shares") on the Toronto Stock Exchange (the "TSX").

"Being awarded a listing on Canada's largest and most distinguished stock exchange is a significant achievement and milestone for the company," said Ted Daniel, Titanium's President and Chief Executive Officer. "It is a confirmation of our progress, the dedication of our employees and the support of our shareholders, and marks an important and exciting achievement for our company."

Upon listing on the TSX, the trading symbol for the Common Shares will change from "TTR" to "TTNM". The Common Shares will begin trading on the TSX effective as of the opening of the market on August 3, 2022. In conjunction with listing on the TSX, the Common Shares will be delisted from the TSX Venture Exchange (the "TSXV") prior to the commencement of trading that morning. Shareholders are not required to exchange their share certificates or take any other action in connection with the TSX listing. There will be no change in the Company's CUSIP.

The TSX and TSXV have published bulletins announcing the change to financial institutions.

TSX Opening Bell Ringing

Titanium will celebrate this milestone by ringing the opening bell of the TSX on Wednesday, August 3, 2022. The Company's President and Chief Executive Officer, Ted Daniel, will be joined by members of Titanium's senior management team at the event.

About Titanium

Titanium is a leading North American transportation company with asset-based trucking operations and logistics brokerages servicing Canada and the United States, with approximately 800 power units, 3,000 trailers and 1,100 employees and independent owner operators. Titanium provides truckload, dedicated, and cross-border trucking services, logistics, and warehousing and distribution to over 1,000 customers. In the U.S. Titanium has established operations in Charlotte, Atlanta, Chicago, Nashville, Denver. In February 2021, Titanium completed its largest acquisition since its founding, establishing Titanium as the 12th largest Canadian transportation company. Titanium is a recognized purchaser of asset-based trucking companies, having completed twelve (12) transactions since 2011. Titanium ranked among top 500 companies in the inaugural Financial Times Americas' Fastest Growing Companies in 2020. The Company has been ranked by Canadian Business as one of Canada's Fastest Growing Companies for twelve (12) consecutive years. Titanium is currently listed on the Toronto Stock Exchange Venture under the symbol "TTR".

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

Certain statements contained in this press release constitute forward-looking information within the meaning of Canadian securities laws. Forward-looking statements are provided for the purposes of assisting the reader in understanding Titanium's current expectations and plans relating to the future and readers are cautioned that such statements may not be appropriate for other purposes. Forward-looking information may relate to Titanium's future outlook and anticipated events, and may include statements regarding the financial position, business strategy, budgets, litigation, projected costs, capital expenditures, financial results, taxes and plans and objectives of or involving Titanium. Particularly, statements regarding future acquisitions, the availability of credit, performance, achievements, prospects or opportunities for Titanium or the industry in which it operates are forward-looking statements. In some cases, forward-looking information can be identified by terms such as "may", "might", "will", "could", "should", "would", "occur", "expect", "plan", "anticipate", "believe", "intend", "seek", "aim", "estimate", "target", "project", "predict", "forecast", "potential", "continue", "likely", "schedule", or the negative thereof or other similar expressions concerning matters that are not historical facts.

Information contained in forward-looking statements is based upon certain material assumptions that were applied in drawing a conclusion or making a forecast or projection, including management's perceptions of historical trends, current conditions and expected future developments, as well as other considerations that are believed to be appropriate in the circumstances. While management considers these assumptions to be reasonable based on currently available information, they may prove to be incorrect.

The forward-looking statements made in this press release are dated, and relate only to events or information, as of the date of this press release. Except as specifically required by law, Titanium undertakes no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events.

Neither the TSXV nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this release.

CONTACT INFORMATION

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