

Form 51-102F3
Material Change Report

Item 1. Name and Address of Company

CANPR Technology Ltd. (the “**Company**”)
90 Burnhamthorpe Road West
Suite 1202
Mississauga, Ontario
L5B 3C2

Item 2. Date of Material Change

June 24, 2024

Item 3. News Release

News Release dated June 24, 2024 was disseminated through the facilities of Canada Stockwatch and Market News.

Item 4. Summary of Material Change

On June 24, 2024, the Company (formerly General Assembly Holdings Limited) completed the closing (“**Closing**”) of its previously announced transaction resulting in the reverse takeover (the “**Transaction**”) of the Company by CANPR Technology Inc. (“**CANPR**”), along with completion of a concurrent non-brokered private placement (the “**Private Placement**”), name change and amendment to the Company’s articles.

The Company also announced changes to its board of directors and executive management.

In connection with the Transaction and final approval from the TSX Venture Exchange (the “**TSXV**”), the common shares of the Company resumed trading on the TSXV on June 27, 2024 under the symbol “WPR”.

The new CUSIP number for the Company’s common shares is 13805R100 and the ISIN is CA13805R1001.

Item 5. Full Description of Material Change

Item 5.1 Full Description of Material Change

Closing of the Transaction

On June 24, 2024, the Company completed a three-cornered amalgamation (the “**Amalgamation**”) under the *Canada Business Corporations Act* pursuant to the terms of a merger agreement dated March 25, 2024 between the Company, CANPR and 15772311 Canada Ltd., a wholly-owned subsidiary of the Company.

The Company issued 35,383,714 common shares in the capital of the Company (“**Resulting Issuer Shares**”) to the shareholders of CANPR in exchange for the cancellation under the Amalgamation of their Class 1 common shares in the capital of CANPR (the “**CANPR Shares**”).

In connection with the Transaction, the Resulting Issuer also issued 1,493,159 incentive stock options (“**Resulting Issuer Options**”) to former optionholders of CANPR, each Resulting Issuer Option exercisable at \$0.02 per Resulting Issuer Share until January 1, 2028, and 1,528,979 Resulting Issuer Share purchase warrants (“**Resulting Issuer Warrants**”) to former warrantholders of CANPR, each Resulting Issuer Warrant exercisable at \$0.90 per Resulting Issuer Share until June 10, 2026.

The Transaction constituted a “reverse takeover” pursuant to the policies of the TSXV. Please refer to the filing statement of the Company dated May 30, 2024 filed under the Company’s SEDAR+ profile at www.sedarplus.ca for further details on the Transaction.

Upon Closing, the Company changed its name to “CANPR Technology Ltd.”

In connection with the Transaction, the Company changed its financial year end from December 31 to May 31 to align with the financial year end of CANPR.

As a result of the Transaction, the Company has 38,925,993 Resulting Issuer Shares outstanding on a non-diluted basis and 42,052,079 Resulting Issuer Shares outstanding on a fully diluted basis.

On completion of the Transaction, the principals of CANPR and certain other shareholders of CANPR, as required by the policies of the TSXV, entered into a Tier 2 Value Security Escrow Agreement (the “**Escrow Agreement**”) with the Company and Odyssey Trust Company in respect of 21,522,859 Resulting Issuer Shares and 1,209,066 Resulting Issuer Options. Under the terms of the Escrow Agreement, 10% of such escrowed securities were released upon the TSXV’s issuance of its final bulletin in respect of the Transaction (the “**Final Bulletin**”), with subsequent 15% releases occurring 6, 12, 18, 24, 30 and 36 months from the date of the Final Bulletin. The Final Bulletin was published by the TSXV on June 25, 2024.

In addition, 5,132,968 Resulting Issuer Shares are subject to contractual resale restrictions consistent with Tier 2 Value Security Escrow and a further 284,093 Resulting Issuer Options are subject to contractual resale restrictions providing that such Resulting Issuer Shares and Resulting Issuer Options are released as follows: 10% on the date of the Final Bulletin and a subsequent 15% released 6, 12, 18, 24, 30 and 36 months from the date of the Final Bulletin.

Financing

In connection with the Transaction, CANPR completed a Private Placement consisting of the sale of 4,641,265 subscription receipts (“**Subscription Receipts**”) at a price of \$0.63 per Subscription Receipt to raise gross proceeds of \$2,924,000.48. Immediately prior to completion of the Amalgamation, each Subscription Receipt automatically became, without any further action or payment of any additional consideration, one (1) CANPR Share. As a result of the Amalgamation, the holders of CANPR Shares received 1.483517 Resulting Issuer Shares for each CANPR Share held on Closing.

TSXV Approval and Resumption of Trading

The Transaction obtained final approval from the TSXV and a Final Exchange Bulletin was issued on June 25, 2024.

Resumption of trading occurred on June 27, 2024 and the Resulting Issuer Shares trade under the symbol “WPR” as a Tier 2 Technology Issuer.

The CUSIP number for the Resulting Issuer Shares is 13805R100 and the ISIN is CA13805R1001.

Board of Directors and Executive Management

Concurrently with the completion of the Transaction, the Company announced the following changes to its board of directors and executive management:

Akshat Soni	CEO and a Director
Rishi Mittal	President
Arun Soni	CFO
Lors Kushtov	Chief Technology Officer
Stephen Smith	Chair of the Board and Director
Dexter John	Director
Uppekha Jain	Director
Katharine Joakim	resigned as CFO of the Company, and was appointed Corporate Secretary
Iain Klugman	resigned as CEO and a Director
Ali Kahn Lalani	resigned as a Director
Kevin Ferrell	resigned as a Director
Glen Keleher	resigned as a Director

The Company's board of directors consists of five directors, including Stephen Smith (Chair), Akshat Soni, Dexter John, Uppekha Jain and Ted Hastings.

Item 5.2 **Disclosure for Restructuring Transactions**

Not applicable.

Item 6. **Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable.

Item 7. **Omitted Information**

Not applicable.

Item 8. **Executive Officer**

Akshat Soni, Chief Executive Officer
Telephone: +1-647-692-3846

Item 9. **Date of Report**

June 28, 2024