

**FORM 51-102F3**  
**Material Change Report**

**1. Name and Address of Company:**

DeepMarkit Corp. (the "**Company**" or "**DeepMarkit**")  
Suite 202, 615 – 15th Avenue SW  
Calgary, AB T2R 0R4 Canada

**2. Date of Material Change:**

July 26, 2024

**3. News Release:**

A news release relating to the material change described herein was released through the facilities of The Newswire on July 26, 2024 (with a "correction to source" issued July 29, 2024).

**4. Summary of Material Change:**

The Company announced the closing of the second tranche of its previously announced private placement of units.

**5. Full Description of Material Change:**

**5.1 Full Description of Material Change**

Please see attached Schedule "A" for further details regarding the news release disseminated.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

**6. Reliance on Subsection 7.1(2) of National Instrument 51-102 *Continuous Disclosure Obligations*:**

Not applicable.

**7. Omitted Information:**

Not applicable.

**8. Executive Officer Knowledgeable of Material Change:**

Garrett Scott, Chief Executive Officer

**9. Date of Report:**

July 29, 2024.

## SCHEDULE "A"



deepmarkit

TSXV: MKT OTC: MKTDF FRA: DEP

### NEWS RELEASE

## Correction: DeepMarkit Announces Closing of Second Tranche of Private Placement

Calgary, Alberta – July 29, 2024 – DeepMarkit Corp., (“DeepMarkit” or the “Company”) (TSXV: MKT) (OTC: MKTDF) (FRA: DEP) wishes to issue this correction of a press release which was issued on Friday, July 26, 2024. In the third paragraph of original press release, the number of Broker Warrants was stated to be 4,200, the correct number should be 42,000. Please see paragraph four below which contains the correct information.

DeepMarkit is pleased to announce the closing of the second tranche of its previously announced (May 15, 2024 and June 26, 2024) private placement of units (the “Offering”).

Pursuant to the closing of the second tranche of the Offering, the Company issued 700,000 units (“Units”) for a price of \$0.10 per Unit, for gross proceeds of \$70,000. Each Unit is comprised of one common share of DeepMarkit (each, a “Common Share”) and one Common Share purchase warrant (each, a “Warrant”). Each Warrant will entitle the holder to purchase one additional Common Share at an exercise price of \$0.20 for a period of two (2) years from the date of issuance.

Finder’s fees of \$4,200 in cash were paid to Raymond James Ltd. in connection with this second tranche of the Private Placement: In addition, 42,000 broker’s warrants (each a “Broker’s Warrant”) were issued to Raymond James Ltd. each Broker’s Warrant entitling the holder thereof to receive one (1) common share at a price of \$0.145 per Common Share.

DeepMarkit intends to use the net proceeds of the Offering for general working capital purposes.

Completion of the private placement is subject to regulatory approval, including approval of the TSX Venture Exchange Inc. (the “Exchange”). The Common Shares, Warrants and Broker’s Warrant issued will be subject to a four-month hold period from the date of the closing of the Offering.

### About DeepMarkit

DeepMarkit Corp. is a technology company that operates MintCarbon.io, a web-based platform which facilitates the minting of carbon offsets into NFTs or other secure tokens. Its common shares are listed on the TSX Venture Exchange under the “MKT” stock symbol, on the OTC market in the United States under the “MKTDF” symbol and on the Frankfurt Stock Exchange under the “DEP” symbol.

On behalf of:

**DEEPMARKIT CORP.**

"Garrett Scott"

Garrett Scott, CEO

**For more information, please contact:**

Garrett Scott, CEO

Tel: 403-537-0067

Email: [corp@deepmarket.com](mailto:corp@deepmarket.com)

Web: [www.deepmarket.com/](http://www.deepmarket.com/)

Twitter: @DeepMarket

**Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accept responsibility for the adequacy or accuracy of this news release.**

**CAUTIONARY STATEMENT**

*Statements in this press release may contain forward-looking information, including statements relating to the completion of the Private Placement, TSX Venture Exchange Approval, and the intended use of proceeds. Any statements that are contained in this press release that are not statements of historical fact may be deemed to be forward-looking statements. The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of DeepMarket. Factors that could cause the actual results to differ materially from those in forward-looking statements include, but are not limited to, failure to complete, or obtain necessary regulatory approvals, for the Private Placement. The reader is cautioned not to place undue reliance on any forward-looking information.*

*The forward-looking statements contained in this press release are made as of the date of this press release and DeepMarket does not undertake any obligation to update publicly or to revise any of the included forward-looking statements, whether as a result of new information, future events or otherwise, except as required by securities law.*

*/NOT FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES OR FOR RELEASE, PUBLICATION, DISTRIBUTION OR DISSEMINATION DIRECTLY, OR INDIRECTLY, IN WHOLE OR IN PART, IN OR INTO THE UNITED STATES./*