

FORM 51-102F3 MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

1348515 B.C. Ltd. (the “Company”)
1 Adelaide Street East, Suite 801
Toronto, ON
M5C 2V9

Item 2: Date of Material Change

August 15, 2022.

Item 3: News Release

A news release was issued on August 17, 2022, by the Company on EIN Presswire and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Change

Effective August 15, 2022:

1. Michael Lerner, Neil Novak, and Harvey McKenzie resigned as directors of the Company and Michael Lerner resigned as the Chief Executive Officer and Balu Gopalakrishnan as Chief Financial Officer; and
2. TJ Finch, Kelly Jansen, and Ehsan Agahi were appointed to serve as directors of the Company. TJ Finch was also appointed to serve as Chief Executive Officer and Chief Financial Officer of the Company.

Item 5.1: Full Description of Material Change

See attached news release at Schedule “A” to this report.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102 (Confidentiality)

Not applicable.

Item 7: Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8: Executive Officer

For additional information with respect to this material change, the following person may be contacted:

TJ Finch
CEO, CFO and Director
647-738-8063

Item 9: Date of Report

August 19, 2022.

SCHEDULE "A"

(See attached.)

1348515 B.C. LTD.

NEWS RELEASE

1348515 B.C. Ltd. Announces Changes to Board of Directors and Management

Vancouver, British Columbia – August 17, 2022 – **1348515 B.C. Ltd.** (“**515BC**” or the “**Company**”) announces that Harvey McKenzie and Neil Novak have resigned as directors of the Company, and Michael Lerner has resigned as director and Chief Executive Officer, and Balu Gopalakrishnan has resigned as Chief Financial Officer. The Company has appointed TJ Finch, Kelly Jansen, and Ehsan Agahi to the board of directors to fill the vacancies created by the resignations of Mr. McKenzie, Mr. Novak, and Mr. Lerner. In addition, TJ Finch has been appointed as the Chief Executive Officer and Chief Financial Officer of the Company.

On behalf of the Board of Directors,

TJ Finch
CEO, CFO and Director
Tel: 647-738-8063
Email: tj@kilncapitaladvisors.com

This press release may include certain statements that may be deemed "forward-looking statements". Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in forward-looking statements.