

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Simply Solventless Concentrates Ltd. (formerly Dash Capital Corp.) (the "**Company**")
273209 Range Road 20
Rocky View County, Alberta T0M 0E0

Item 2 Date of Material Change

December 14, 2023

Item 3 News Release

A press release was disseminated on December 18, 2023 through the newswire services of Global Newswire and subsequently filed on SEDAR+.

Item 4 Summary of Material Change

On December 14, 2023, the Company completed its previously announced qualifying transaction pursuant to TSX Venture Exchange ("**TSXV**") Policy 2.4 – *Capital Pool Companies* by way of reverse takeover (the "**RTO**"). A filing statement dated October 31, 2023 (the "**Filing Statement**") with respect to the RTO can be found on the Company's SEDAR+ profile at www.sedarplus.ca. Trading in the common shares of the Company ("**Common Shares**") resumed on the TSXV on December 20, 2023.

Item 5.1 Full Description of Material Change

On December 14, 2023, the Company completed the RTO. The Filing Statement with respect to the RTO can be found on the Company's SEDAR+ profile at www.sedarplus.ca. Trading in the Common Shares resumed on the TSXV on December 20, 2023.

Pursuant to the RTO:

- the Company implemented a consolidation of its then issued and outstanding 11,000,000 Common Shares on the basis of one new Common Share for every two existing Common Shares;
- the private company Simply Solventless Concentrates Ltd. ("**SSC PrivateCo**") amalgamated (the "**Amalgamation**") with a wholly owned subsidiary of the Company, 2366191 Alberta Ltd. ("**Subco**"), to form Massive Hash Factory Ltd., a new wholly-owned subsidiary of the Company;
- all issued and outstanding common shares of SSC PrivateCo were cancelled and each former holder thereof, other than former holders who validly

dissented in respect of the Amalgamation, is entitled to receive one Common Share for each one common share of SSC PrivateCo previously held; and

- the Company changed its name to “Simply Solventless Concentrates Ltd.”

Following completion of the RTO, the directors and officers of the Company are:

- Jeff Swainson, President, CEO and director
- Jeff Hall, Chief Financial Officer
- William Macdonald, director
- Colin Davison, director
- Steve Bjornson, director
- Gord Cameron, Corporate Secretary

Prior to closing of the RTO, SSC PrivateCo, Subco and the Company entered into an amended and restated amalgamation agreement (the “**A&R Amalgamation Agreement**”), which amended and restated the amalgamation agreement dated August 6, 2021, as amended, the details of which are available in the Filing Statement.

The full details of the RTO are set forth in the Filing Statement and the A&R Amalgamation Agreement, each of which are or will be available on the Company’s SEDAR+ profile at www.sedarplus.ca.

Item 5.2 Disclosure For Restructuring Transaction

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

Inquiries regarding the material change and this Material Change Report may be directed to:

Jeff Swainson
President and Chief Executive Officer
Phone: 403-796-3640
Email: info@simplysolventless.ca

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Date of Report

December 21, 2023.