

**FORM 51-102F3
MATERIAL CHANGE REPORT**

- Item 1.** **Name and Address of Company** – **Hypercharge Networks Corp.** (the “**Company**”), Unit 208, 1075 West 1st Street, North Vancouver, BC V7P 3T4
- Item 2.** **Date of Material Change** – December 19, 2025
- Item 3.** **News Release** – News release announcing the material change referred to in this report was released on December 19, 2025 through GlobeNewswire and a copy was subsequently filed on SEDAR+.
- Item 4.** **Summary of Material Change** – The Company announces is the appointment of Chris Koch as Chief Operating Officer and a grant of 500,000 stock options.
- Item 5.** **Full Description of Material Change** – The Company is pleased to announce the appointment of Chris Koch as Chief Operating Officer, effective December 19, 2025.
- The Company is also announcing it has entered into a consulting agreement with Grignan Holdings Ltd. dba Peterson Capital (“**Peterson Capital**”) to provide investor relations services in compliance with the policies and guidelines of the TSX Venture Exchange and other applicable legislation.
- In connection with the appointment of Peterson Capital, the Company has also approved a grant of 500,000 stock options (the “**Options**”) pursuant to the Company's equity incentive plan. The Options are exercisable at the closing price of \$0.10 and are to vest as to 25% every 3 months.
- Item 6.** **Reliance on Section 7.1(2) or (3) of National Instrument 51-102** – Not applicable.
- Item 7.** **Omitted Information** – Not applicable.
- Item 8.** **Executive Officer** – David Bibby, CEO of the Company, is knowledgeable about the material change and this report. He can be contacted at 1 (866) 764-5433.
- Item 9.** **Date of Report** – December 29, 2025