

FORM 51-102F3
MATERIAL CHANGE REPORT
OF CANADA COMPUTATIONAL UNLIMITED CORP.

Item 1. Name and Address of Company

SATO Technologies Corp. (formerly, Canada Computational Unlimited Corp.).
66 Wellington Street West, Suite 5300
Toronto, Ontario, M5K 1E6.

Item 2. Date of Material Change

July 15, 2022

Item 3. News Releases

A press release in the form of Schedule "A" attached hereto was disseminated on July 15, 2022 via Newsfile Corp. and subsequently filed on the System for Electronic Document Analysis and Retrieval (www.sedar.com).

Item 4. Summary of Material Change

SATO Technologies Corp. ("SATO") entered into a loan agreement through its wholly-owned subsidiary, Canada Computational Unlimited Inc. ("CCU", and together with SATO, the "Company"), with Sygnum Bank AG ("Sygnum"). The loan has a principal value of CHF3,000,000 (approximately CAD\$4,000,000 equivalent), bears interest at 8% per annum, and is repayable over a three year term.

Item 5. Full Description of Material Change

SATO, through its wholly-owned subsidiary, CCU, entered into a loan agreement with Sygnum for the purpose of acquiring additional equipment for Bitcoin mining. The loan has a principal value of CHF3,000,000 (approximately CAD\$4,000,000 equivalent) and was immediately used to purchase additional equipment deployed in the Company's facility in Joliette, Québec.

The loan bears interest at 8% per annum, compounded monthly. The loan is repayable over a 3-year term in equal monthly installments of principal and interest. Repayments are made by delivering Bitcoin produced by the purchased equipment into a custodial account with Sygnum, from which account Sygnum liquidates a sufficient amount of Bitcoin on a monthly basis to cover the amount owing, with any excess being to the credit of the Company. The loan is secured against the Bitcoin held in the custodial account as well as against the Company's mining equipment.

The Company may voluntarily prepay principal at any time, subject to the payment of a fee of 2% of such prepaid principal. Prepaid amounts cannot be redrawn. The loan is subject to mandatory prepayment under certain circumstances, including if the Company is subject to a change of control.

The Company paid a structuring fee of CHF75,000 to Sygnum in connection with the loan.

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

The report is not being filed on a confidential basis.

Item 7. Omitted Information

No significant facts have been omitted from this report.

Item 8. Executive Officer

The following officer of the Company may be contacted for further information:

SATO Technologies Corp.
Romain Nouzareth
Chief Executive Officer
romain@bysato.com

Item 9. Date of Report

This report is dated this 25th day of July, 2022.

SCHEDULE "A"

SATO Technologies Corp. signs a Loan agreement with Sygnum Bank AG for CHF3,000,000 (CAD\$4,000,000 equivalent) for financing Bitcoin Mining Equipment

Toronto, ON - July 15th, 2022 - SATO Technologies Corp. (TSXV:[SATO](#) / OTCQB:[CCPU.F](#)) (the "Company", or "SATO", formerly known as Canada Computational Unlimited Corp.) is pleased to announce the signing of a loan agreement through its wholly-owned subsidiary, Canada Computational Unlimited Inc. ("CCU"), with Sygnum Bank AG ("Sygnum") which will allow the Company to finance an initial purchase of up to CHF3,000,000 (CAD\$4,000,000 equivalent) worth of miners or equivalent.

Key Highlights of the agreement

- Acquisition of mining equipment already on site;
- Increase of self-mining;
- 8% interest rate per annum;
- Repayable over 3 year term;
- HODL vision has been maintained without any sale of the BTC mined since the beginning of 2022.

Sygnum has made a non-binding indication to the Company that, depending on market conditions, it is willing to discuss additional equipment financing in tranches that could in the aggregate reach CHF20,000,000 (CAD\$26,700,000 equivalent) in principal over time.

Romain Nouzareth, CEO and Chairman of SATO commented *"There is never a better time to grow than in a bear market. With Sygnum Bank as our lending provider and new mining rigs coming for Center One, we are now producing Bitcoin at a higher speed. This agreement brings us closer to full capacity for self-mining at a highly competitive interest rate in the Mining Financing world"*.

Sygnum's Head of Credit & Lending, Francisco Arruda, commented *"We are pleased that SATO Technologies Corp. is the first recipient of our new green crypto financing solution, which aims to support green-mining and accelerates the industry's transition towards a carbon-neutral economy. We are happy to support SATO Technologies Corp. in their comprehensive innovation process to create value and improvement through providing sustainable and responsible mining."*

On behalf of the board,

Romain Nouzareth,

SATO CEO and Chairman

About SATO

SATO operates a state-of-the-art, carbon-neutral bitcoin mining center with a contract of 20 MW of stable, eco-friendly energy. The company's high-density calculation centers are built for high-grade cryptocurrency mining, AI data processing, and fintech infrastructure.

Founded at block 494673 in 2017, SATO is led by technology entrepreneurs, finance, electricity and ventilation experts, network specialists, and Canadian industrialists. Since its inception, the company has pursued a vision of environmental stewardship throughout the mining process. The excess supply of renewable energy in the province of Québec has made this endeavor feasible and a great base for growth.

For additional information, please contact:

Romain Nouzareth

invest@bysato.com

NEITHER THE TSX VENTURE EXCHANGE NOR ITS REGULATION SERVICES PROVIDER (AS THAT TERM IS DEFINED IN THE POLICIES OF THE TSX VENTURE EXCHANGE) ACCEPTS RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

Cautionary Statement Regarding Forward-Looking Information

This news release contains certain forward-looking statements, including statements relating to the future performance of the Company, and other statements that are not historical facts. Wherever possible, words such as "may", "will", "should", "could", "expect", "plan", "intend", "anticipate", "believe", "estimate", "predict" or "potential" or the negative or other variations of these words, or similar words or phrases, have been used to identify these forward-looking statements. These statements reflect management's current beliefs and are based on information currently available to management as at the date hereof.

Forward-looking statements involve significant risk, uncertainties and assumptions. Many factors could cause actual results, performance or achievements to differ materially from the results discussed or implied in the forward-looking statements. These factors should be considered carefully and readers should not place undue reliance on the forward-looking statements. Although the forward-looking statements contained in this press release are based upon what management believes to be reasonable assumptions, the Company cannot assure readers that actual results will be consistent with these forward-looking statements. These forward-looking statements are made as of the date of this press release, and the Company assumes no obligation to update or revise them to reflect new events or circumstances, except as required by law.