

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

- Item 1. Name and Address of Reporting Issuer  
Impact Acquisitions Corp.  
Suite 501-3292 Production Way, Burnaby, Canada.
- Item 2. Date of Material Change  
November 29, 2024
- Item 3. News Release  
A news release regarding the material change was issued on November 29, 2024
- Item 4. Summary of Material Changes  
The Issuer completed a non-brokered private placement raising \$1,000,000 of gross proceeds.
- Item 5. Full Description of Material Change  
See press release attached as Schedule “A” hereto.
- Item 6. Reliance on subsection 7.1(2) and (3) of National Instrument 51-102  
  
N/A
- Item 7. Omitted Information  
None.
- Item 8. Executive Officer  
The following senior officer of Impact Acquisitions Corp. is knowledgeable about the material change and may be contacted by any of the Securities Commissions in respect to the change:  
  
Gabi Kabazo, CFO  
(604) 833-6820
- Item 9. Date of Report  
November 29, 2024

## Schedule "A"

*Not for distribution to United States newswire services or for dissemination in the United States*

### **Impact Acquisitions Corp. Announces Closing of Private Placement Offering Raising \$1 Million**

**Vancouver, British Columbia – The Newswire – November 29, 2024** – Impact Acquisitions Corp. (TSXV: IMPC.P) ("Impact" or the "Company"), a capital pool company, is pleased to announce that it has closed its previously announced non-brokered private placement offering (the "Offering") for aggregate proceeds of \$1.0 million.

In connection with the Offering, the Company issued 20,000,000 common shares of the Company at a price of CAD\$0.05 per share for aggregate proceeds of \$1.0 million.

In connection with the Offering, the Company paid eligible finders aggregate cash finder fees of \$82,500 and issued the finders 2,500,000 common shares.

The common shares issued in connection with the offering, including those issued to the finders are subject to a statutory four-month hold period under applicable securities laws, which expires on March 30, 2025.

The net proceeds from the Offering will be used for general working capital and towards any costs associated with a future qualifying transaction as such a term is defined in Policy 2.4 – "Capital Pool Companies" of the Exchange.

#### **Contacts:**

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Chief Financial Officer  
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*This press release does not constitute an offer of securities for sale in the United States. The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and such securities may not be offered or sold within the United States absent U.S. registration or an applicable exemption from U.S. registration requirements.*

***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 and Forward-Looking Information**

*Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words “could”, “intend”, “expect”, “believe”, “will”, “projected”, “estimated” and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company's current beliefs or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. The business of the Company is subject to a number of material risks and uncertainties. Please refer to the continuous disclosure record of the Company, available under its SEDAR+ profile at [www.sedarplus.ca](http://www.sedarplus.ca), for further details. Various assumptions or factors are typically applied in drawing conclusions or making the forecasts or projections set out in forward-looking information. Those assumptions and factors are based on information currently available to the Company. The forward looking information contained in this release is made as of the date hereof and the Company is not obligated to update or revise any forward looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward looking information. The foregoing statements expressly qualify any forward looking information contained herein.*