

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

Item 1. Name and Address of Company

Bold Capital Enterprises Ltd. (the “**Corporation**”)
300-70, rue Dalhousie
Québec, Québec G1K 4B2

Item 2. Date of Material Change

May 5, 2021

Item 3. News Release

A news release was issued by the Company on May 10, 2021 through the facilities of Globe Newswire and concurrently filed on SEDAR on the same date.

Item 4. Summary of Material Change

Bold Capital Enterprises Ltd. (“**BOLD**”), terminated on May 5, 2021 its proposed business combination as previously announced with Dymedso Inc. (“**Dymedso**”), dated April 29, 2020 which was intended to constitute Bold’s “Qualifying Transaction”.

Item 5. Full Description of Material Change

Montreal, Quebec – May 10, 2021 – Bold Capital Enterprises Ltd. (TSXV: BOLD.P) (“**BOLD**” or the “**Corporation**”), a capital pool company, announces that it terminated on May 5, 2021 its proposed business combination (the “**Transaction**”) as previously announced with Dymedso Inc. (“**Dymedso**”), dated April 29, 2020 which was intended to constitute Bold’s “Qualifying Transaction” as such term is defined in Policy 2.4 - Capital Pool Companies of the TSX Venture Exchange (“**TSXV**”).

The Corporation will continue to pursue and evaluate other businesses and assets with a view to completing a Qualifying Transaction and will make further announcements with respect to these efforts as soon as practically possible.

Accordingly, the Corporation will be seeking shareholder approval at its upcoming annual general and special meeting to be held on June 29, 2021 for certain amendments to further align its policies with changes recently announced by the TSXV to its Capital Pool Company program and Policy 2.4, effective as of January 1, 2021. The amendments will be detailed in the Corporation’s management information circular prepared in connection with the meeting.

The Corporation would also like to announce the naming of Ed Ierfino to the Board of Directors. We welcome Ed and the experience he can bring to the immediate work ahead in evaluating prospective Qualifying Transactions.

The Corporation would also like to thank Denis Bouchard and Octavio Soares, previous directors who have tendered their resignations as Directors and did not wish to continue in that role.

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

Item 7. Omitted Information

N/A

Item 8. Executive Officer

Mr. Peter Rona
President and Chief Executive Officer
Telephone: (514) 794-1656

Item 9. Date of Report

May 11, 2021