

**ANOTICE OF CHANGE IN CORPORATE STRUCTURE PURSUANT
TO SECTION 4.9 OF NATIONAL INSTRUMENT 51-102**

Item 1 Name of the Parties to the Transaction

Hank Payments Corp. (formerly, Nobelium Tech Corp.) (“**Nobelium**” or the “**Issuer**”);
13175898 Canada Inc., a wholly-owned subsidiary of the Issuer (“**Nobelium Subco**”);
Nobelium Acquisition Corp., a wholly-owned subsidiary of the Issuer incorporated under
the laws of Florida for the purpose of effecting the Merger (“**Nobelium US Subco**”);
Hank Payments Corp., a company incorporated under the laws of the State of Florida
 (“**Hank Payments**” or “**Reverse Takeover Acquiror**”); and
Hank Payments Canada Finco, Corp. (“**Finco**”)

Item 2 Description of the Transaction

On October 13, 2021 (the “**Closing Date**”), the Issuer completed its Qualifying
Transaction (the “**Transaction**”), as defined in Policy 2.4 – *Capital Pool Companies* of
the TSX Venture Exchange (the “**TSXV**”), pursuant to which Finco amalgamated with
Nobelium Subco pursuant to an amalgamation agreement dated October 13, 2021 and
Nobelium US Subco merged with Hank Payments pursuant to a Plan of Merger dated
October 13, 2021.

In connection with the closing of the Transaction (the “**Closing**”) and pursuant to the
amended and restated acquisition agreement dated August 11, 2021, between Hank
Payments, Finco, Nobelium, Nobelium Subco and Nobelium US Subco (the
“**Acquisition Agreement**”):

- in connection with the Transaction, the Issuer: (i) completed a consolidation of
its issued and outstanding common shares on a 4 (four) to one (1) basis, and (ii)
changed its name to “Hank Payments Corp.”;
- in accordance with the Acquisition Agreement, the Transaction will proceed,
amongst other steps, by way of a “three-cornered” amalgamation and a reverse
triangular merger, pursuant to which: (i) Finco and Nobelium Subco will
amalgamate and the resulting entity will become a wholly-owned subsidiary of
Nobelium; and (ii) Hank Payments and Nobelium US Subco will merge and the
resulting entity will become a wholly-owned subsidiary of Nobelium;
- each Hank Payments common share (“**Hank Payments Share**”) and Finco
common share (“**Finco Share**”) outstanding immediately prior to the Closing
Date was cancelled, and Nobelium issued to holders of Hank Payments Shares
and Finco Shares immediately prior to the Closing Date an aggregate total of
66,598,793 consolidated Nobelium common shares at a deemed issue price of
\$1.00 per common share, such number included shares issued by Finco (pursuant
to a brokered private placement of 3,142,500 Subscription Receipts at a price of
\$1.00 per Subscription Receipt for aggregate gross proceeds of \$3,142,500), and
shares issued by Hank Payments through the conversion of the Hank Payments
Convertible Debentures occurring immediately prior to the Closing Date; and

- the Issuer changed its year-end from January 31 to June 30 being that of the Reverse Takeover Acquiror; and

all as further described in the Issuer's news release dated October 13, 2021 and in the Issuer's filing statement dated September 28, 2021 (the "**Filing Statement**") with respect to the Transaction, which is available under the Issuer's profile on SEDAR at www.sedar.com.

Effective at the opening of trading on or about October 20, 2021 the Issuer will resume trading on the TSXV under the symbol "HANK".

Item 3 Effective Date of Transaction

October 13, 2021.

Item 4 Names of Each Party, if any, that Ceased to be an Issuer Subsequent to the Transaction and of each Continuing Entity

The Issuer continues to be a reporting issuer in Ontario, British Columbia, Alberta and Nova Scotia.

Item 5 Date of the Reporting Issuer's First Financial Year-End after the Transaction

June 30, 2022

Item 6 Periods, including comparative periods, if any, of the Interim and Annual Financial Statements Required to be Filed for the Issuer's First Financial Year Subsequent to the Transaction

- Annual audited financial statements for the year ended June 30, 2021 (including comparative annual audited financial statements for the year ended June 30, 2020) of the Reverse Takeover Acquiror due November 2, 2021.
- Interim financial statements for the period ended September 30, 2021 (including interim financial statements for the period ended September 30, 2020) of the Reverse Takeover Acquiror due November 29, 2021.
- Consolidated interim financial statements for the period ended December 31, 2021 (including consolidated interim financial statements for the period ended December 31, 2020) due March 1, 2022.
- Consolidated interim financial statements for the period ended March 31, 2022 (including consolidated interim financial statements for the period ended March 31, 2021) due May 30, 2022.
- Annual audited financial statements for the year ended June 30, 2022 (including comparative annual audited financial statements for the year ended June 30, 2021) due October 28, 2022.

Item 7 Documents filed under NI 51-102 that described the Transaction

The following documents have been filed under the Corporation's SEDAR profile:

- News release dated October 1, 2021;
- Filing Statement dated September 28, 2021;
- News release dated September 10, 2021;
- News release dated August 16, 2021;
- News release dated August 11, 2021; and
- Management Information Circular dated February 26, 2021 in connection with the special meeting of shareholders held on March 26, 2021.

DATED October 13, 2021