

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

ITEM 1. NAME AND ADDRESS OF COMPANY

Wishpond Technologies Ltd. (the “Company”)
422 Richards Street, #170
Vancouver, British Columbia V6B 2Z4

ITEM 2. DATE OF MATERIAL CHANGE

July 8, 2024

ITEM 3. NEWS RELEASE

The Company disseminated the news release dated July 8, 2024 through Cision and copies were subsequently filed on the Company’s SEDAR+ profile on July 8, 2024.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced the appointment of Adrian Lim as Chief Financial Officer (CFO), effective immediately. Reporting directly to Mr. Ali Tajskandar, CEO of Wishpond, Mr. Lim will have responsibility for all finance, accounting, financial reporting, audit, tax, and capital planning functions. Mr. Lim assumes the CFO role from David Pais who has been the company’s CFO for the past 2 years. The appointment of Mr. Lim remains subject to the final approval of the TSX Venture Exchange.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

Please refer to the Company’s news release dated July 8, 2024, which is attached as Schedule “A” to this Material Change Report.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR 7.1(3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

Not applicable.

ITEM 8. SENIOR OFFICER

Contact: Ali Tajskandar, Chief Executive Officer
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ITEM 9. DATE OF REPORT

July 16, 2024

**SCHEDULE “A”
NEWS RELEASE**

Wishpond Appoints Adrian Lim as New Chief Financial Officer

- Seasoned finance executive Mr. Adrian Lim is promoted to the role of Wishpond’s Chief Financial Officer.

Vancouver, BC, July 8, 2024 – **Wishpond Technologies Ltd.** (TSXV: WISH, OTCQX: WPNDF) (the “**Company**” or “**Wishpond**”), a provider of marketing-focused online business solutions, is pleased to announce the appointment of Adrian Lim as Chief Financial Officer (CFO), effective immediately. Reporting directly to Mr. Ali Tajskandar, CEO of Wishpond, Mr. Lim will have responsibility for all finance, accounting, financial reporting, audit, tax, and capital planning functions. Mr. Lim assumes the CFO role from David Pais who has been the company’s CFO for the past 2 years. The appointment of Mr. Lim remains subject to the final approval of the TSX Venture Exchange.

Mr. Ali Tajskandar, CEO of Wishpond, commented, “We are delighted to promote Mr. Lim to Wishpond’s executive team as our new CFO. Mr. Lim’s robust background in finance with a Big Four firm, coupled with his leadership roles as Finance Manager and Group Financial Controller at Wishpond, will be instrumental as we navigate Wishpond’s next phase of strategic growth and innovation. I also want to extend my heartfelt gratitude to David Pais, who has served as our CFO since January 2022, playing a crucial role at an unprecedented time. We deeply appreciate David Pais’ dedication and contributions and wish him all the best in his future endeavors.”

Mr. Lim brings extensive financial leadership experience to his new role as Chief Financial Officer at Wishpond. Previously serving as Group Financial Controller for over three years at the Company, Mr. Lim played a pivotal role in guiding the Company through the multiple acquisitions and growth following the Company going public in December 2020.

Before joining Wishpond, Mr. Lim honed his skills in the Assurance Practice at Ernst & Young LLP in Seattle, WA, specializing in leading public company audits and transactions across technology, biotech, and Fortune 500 sectors. He also gained valuable financial experience while at BDO Canada LLP in Vancouver, BC. Mr. Lim holds a BCom from the University of British Columbia, has a CPA designation from CPABC, and has completed the CPA examination in the United States.

Mr. Lim commented, “Having been a part of the team since 2020, I have witnessed firsthand the incredible impact our solutions have on empowering entrepreneurs to achieve online success. Wishpond’s innovative offerings and commitment to delivering comprehensive

marketing solutions have always inspired me. My background in accounting with a global accounting firm, coupled with my tenure at Wishpond, has equipped me to enhance and execute Wishpond's financial strategy. I am thrilled to take on the role of CFO and look forward to expanding my responsibilities at Wishpond."

Ali Tajskandar

Chief Executive Officer

Wishpond Technologies Ltd.

About Wishpond Technologies Ltd.

Based out of Vancouver, British Columbia, Wishpond is a provider of marketing-focused online business solutions. Wishpond is a leading provider of digital marketing solutions that empower entrepreneurs to achieve success online. The Company's Propel IQ platform offers an "all-in-one" marketing suite that provides companies with marketing, promotion, lead generation, ad management, referral marketing, sales conversion and outbound sales automation capabilities in one integrated platform. Wishpond replaces disparate marketing solutions with an easy-to-use product, for a fraction of the cost. Wishpond serves over 4,000 customers who are primarily small and medium-sized businesses (SMBs) in a wide variety of industries. The Company has developed cutting-edge marketing technology solutions, including an AI powered website builder, an AI email automation tool, an AI Sales Agent and continues to add new AI enabled features and applications. The Company employs a Software-as-a-Service (SaaS) business model where most of the Company's revenue is subscription-based recurring revenue which provides excellent revenue predictability and cash flow visibility. Wishpond is listed on the TSX Venture Exchange under the ticker "WISH", and on the OTCQX Best Market under the ticker "WPNDF". For further information, visit: www.wishpond.com.

Forward-Looking Statements

This press release may contain certain forward-looking information and statements ("forward-looking information") within the meaning of applicable Canadian securities legislation, that are not based on historical fact, including, without limitation, statements relating to the approval of the TSX Venture Exchange in relation to the appointment of Mr. Lim, and statements containing the words "believes", "anticipates", "plans", "intends", "will", "should", "expects", "continue", "estimate", "forecasts", "schedule" and other similar expressions. Readers are cautioned not to place undue reliance on forward-looking information. Actual results and developments may differ materially from those contemplated by these statements. The Company undertakes no obligation to comment analyses, expectations or statements made by third-parties in respect of the Company, its securities, or financial or operating results (as applicable). Although the Company believes that the expectations reflected in forward-looking information in this press release are reasonable, such forward-looking information has been based on expectations, factors and assumptions concerning future events which may prove to be inaccurate and are subject to numerous

risks and uncertainties, certain of which are beyond the Company's control, including, but not limited to, risks associated with the protection of intellectual property of the Company, risks relating to the successful performance and integration of Mr. Lim to the executive team of the Company, and the risk factors discussed in the public disclosure documents of the Company that are available through SEDAR+ at www.sedarplus.ca. The forward-looking information contained in this press release are expressly qualified by this cautionary statement and are made as of the date hereof. The Company disclaims any intention and has no obligation or responsibility, except as required by law, to update or revise any forward-looking information, whether as a result of new information, future events or otherwise.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

For further information:

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