

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

**1. Name and Address of Company**

Finning International Inc. (the "**Company**" or "**Finning**")  
19100 94th Ave  
Surrey, British Columbia  
V4N 5C3

**2. Date of Material Change**

September 26, 2022.

**3. News Release**

The Company issued a news release on September 26, 2022 announcing the material change, which was disseminated through the facilities of Globe Newswire and subsequently filed under the Company's SEDAR profile at [www.sedar.com](http://www.sedar.com).

**4. Summary of Material Change**

Finning announced that Scott Thomson, President and Chief Executive Officer, will retire from the Company and its board of directors on November 15, 2022. Kevin Parkes, currently Chief Operating Officer of Finning, will succeed Mr. Thomson as President and Chief Executive Officer and will join the board of directors on November 16, 2022.

**5. Full Description of Material Change**

Finning announced that Scott Thomson, President and Chief Executive Officer, will retire from the Company and the board of directors on November 15, 2022, after leading the Company for the last nine years. Kevin Parkes, currently Chief Operating Officer, will succeed Mr. Thomson as President and Chief Executive Officer and will join the board on November 16, 2022.

Kevin Parkes became Chief Operating Officer for Finning in April 2022, after serving as President of Finning Canada since 2019. Over the course of his career at Finning, Kevin has held progressively senior leadership positions, including Managing Director of Finning UK and Ireland and, prior to that, Director of the Equipment Solutions Division for the UK and Ireland operations. In addition, Kevin was Chief Executive Officer of Hewden from 2010 to 2015, following the sale of this business by Finning in 2010. Kevin holds a BA in Business Administration from Staffordshire University.

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

Not applicable.

**7. Omitted Information**

No information has been omitted on the basis that it is confidential information.

**8. Executive Officer**

For further information please contact:

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**9. Date of Report**

September 26, 2022.