

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

**1. Name and Address of Company**

Glowlife Tech Corp. (the “**Company**”)  
65 International Blvd, Suite 206  
Etobicoke, ON M9W 6L9

**2. Date of Material Change**

April 26, 2024

**3. News Release**

A press release disclosing the material change was released on April 26, 2024, through the facilities of Newsfile Corp.

**4. Summary of Material Change**

On April 26, 2024, the Company completed a non-brokered private placement financing for gross proceeds of \$605,000 through the issuance of 20,166,667 units in the capital of the Company (the “**Units**”) at a price of \$0.03 per Unit (the “**Offering**”).

**5. Full Description of Material Change**

On April 26, 2024, the Company completed the Offering.

Each Unit was comprised of one common share in the capital of the Company (each, a “**Common Share**”) and one Common Share purchase warrant (each, a “**Warrant**”). Each Warrant entitles the holder thereof to acquire one Common Share at a price of \$0.05 per Common Share for a period of eighteen (18) months from the date of issuance. The Company intends to use the gross proceeds from the Offering for general working capital purposes.

All securities issued in connection with the Offering are subject to a hold period of four months plus a day from the date of issuance and the resale rules of applicable securities legislation.

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

The report is not being filed on a confidential basis

**7. Omitted Information**

No significant facts have been omitted from this Material Change Report.

**8. Executive Officer**

For further information, James Van Staveren, Corporate Secretary of the Company at (647) 244-7229.

**9. Date of Report**

This report is dated at Toronto, this 1<sup>st</sup> day of May, 2024.

## **Cautionary Statement Regarding Forward-Looking Information**

*This material change report contains certain “forward-looking information” within the meaning of applicable securities law. Forward looking information is frequently characterized by words such as “plan”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate”, “may”, “will”, “would”, “potential”, “proposed” and other similar words, or statements that certain events or conditions “may” or “will” occur. These statements are only predictions. Forward-looking information is based on the opinions and estimates of management at the date the information is provided, and is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information. For a description of the risks and uncertainties facing the Company and its business and affairs, readers should refer to the Company’s Management’s Discussion and Analysis. The Company undertakes no obligation to update forward-looking information if circumstances or management’s estimates or opinions should change, unless required by law. The reader is cautioned not to place undue reliance on forward-looking information.*