

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Company**

**Hello Pal International Inc.**  
1000 – 1055 West Hastings Street  
Vancouver, BC V6E 2E9

(the “Company”)

**Item 2. Date of Material Change**

December 11, 2024.

**Item 3. News Release**

The news release (the “News Release”) was issued on December 11, 2024, and disseminated by Newsfile Corp.

**Item 4. Summary of Material Change**

The Company announced that it has paused its overseas livestreaming operations and has suspended the operation of its Hello Pal app. The Company is exploring ways in which the app may be relaunched at a future date.

The Company continues to mine Dogecoin (DOGE) and Litecoin (LTC). Its cryptomining operations remain stable and has benefited from the recent surge in the crypto market, especially from the recent price increase of DOGE.

Using an allocated portion of its cryptocurrency on hand, the Company has also been trading DOGE and LTC based on the frequent and expected fluctuations of the cryptocurrencies, in order to increase its overall holdings of DOGE and LTC beyond what is mined. Such trading also helps to act as a hedge against steep price decreases.

The Company intends to make cryptomining its primary business focus in the short term due to the current continued economic downturn worldwide. Consequently, the Company has laid off a majority of its livestreaming-related staff in order to reduce expenses. The Company aims to build up cash reserves in the coming period in order to be in the position to take advantage of any new business opportunities that may arise in the future.

The Company announced that Vincent Chai, who headed the overseas livestreaming operations, has resigned as director of the Company.

**Item 5. Full Description of Material Change**

See the News Release attached hereto as Schedule “A”.

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

Not applicable.

**Item 7. Omitted Information**

None.

**Item 8. Executive Officer**

For further information, please contact:

**KL Wong**  
Chief Executive Officer

**Item 9. Date of Report**

December 12, 2024

## SCHEDULE "A"

### MATERIAL CHANGE REPORT

#### NEWS RELEASE

### HELLO PAL PROVIDES UPDATE ON ITS LIVESTREAMING AND CRYPTOMINING BUSINESS

December 11, 2024

**Vancouver, British Columbia:** Hello Pal International Inc. ("Hello Pal" or the "Company") (CSE:HP Frankfurt:27H OTC:HLLPF), a provider of international live-streaming, language learning and social-crypto platform, provides an update on the ongoing business operations of Hello Pal.

#### Live Streaming Operations

The Company has paused its overseas livestreaming operations. Payment collection from its Middle East markets, especially Egypt, has become increasingly problematic owing to tightening banking controls in the region as a result of the current regional conflict, and this has caused the business to be no longer profitable to operate.

The Company has also suspended the operation of its Hello Pal app, and is exploring ways in which the app may be relaunched at a future date.

#### Cryptomining Operations

The Company continues to mine Dogecoin (DOGE) and Litecoin (LTC). Its cryptomining operations remain stable and has benefited from the recent surge in the crypto market, especially from the recent price increase of DOGE.

Using an allocated portion of its cryptocurrency on hand, the Company has also been trading DOGE and LTC based on the frequent and expected fluctuations of the cryptocurrencies, in order to increase its overall holdings of DOGE and LTC beyond what is mined. Such trading also helps to act as a hedge against steep price decreases.

#### Going Forward

The Company intends to make cryptomining its primary business focus in the short term due to the current continued economic downturn worldwide. Consequently, the Company has laid off a majority of its livestreaming-related staff in order to reduce expenses. The Company aims to build up cash reserves in the coming period in order to be in the position to take advantage of any new business opportunities that may arise in the future.

The Company also announces that Vincent Chai, who headed the overseas livestreaming operations, has resigned as director of the Company.

*Information set forth in this news release contains forward-looking statements. These statements reflect management's current estimates, beliefs, intentions, and expectations; they are not guarantees of future performance. Hello Pal cautions that all forward-looking statements are inherently uncertain and that actual performance may be affected by a number of material factors, many of which are beyond Hello Pal's control. Such risks and uncertainties are described in Hello Pal's annual and interim financial statements available on [www.sedar.com](http://www.sedar.com). Although Hello Pal is currently generating revenues, Hello Pal remains in the growth stage and revenues from cryptomining will fluctuate based on the price of the mined cryptocurrency. Accordingly, actual, and future events, conditions and results may differ materially from the estimates, beliefs, intentions, and expectations expressed or implied in the forward-looking information. Except as required under applicable securities legislation, Hello Pal undertakes no obligation to publicly update or revise forward-looking information.*

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