

FORM 51-102F3
Material Change Report

Item 1. Name and Address of Issuer

New World Solutions Inc. (the “**Issuer**”)
2990 Arbutus Street, 2nd Floor,
Vancouver, B.C., V6J 3Y9

Item 2. Date of Material Change

June 12, 2024

Item 3. News Release

The news release dated June 12, 2024 was disseminated on Stockwatch and filed on SEDAR. A copy of the news release is attached as Schedule “A”.

Item 4. Summary of Material Change

Pursuant to an amended and restated share exchange agreement dated June 4, 2024 (the “**Agreement**”), the Issuer completed an acquisition (the “**Acquisition**”) of all of the issued and outstanding common shares in the capital of Panyo AI Technologies Inc. (“**Panyo**”), a private British Columbia corporation.

On June 12, 2024, pursuant to the Agreement, the Acquisition was completed as a share exchange whereby as consideration for all of the issued and outstanding common shares of Panyo, the Issuer paid the consideration of \$400,000 by issuing to the shareholders of Panyo 20,000,000 units (the “**Units**”) at a deemed price of \$0.02 per Unit. Each Unit consists of one common share in the capital of the Issuer (each, a “**Common Share**”) and one common share purchase warrant of the Issuer (each, a “**Warrant**”) with each shareholder of Panyo receiving a *pro rata* number of Units. Each Warrant entitles the holder thereof to purchase one additional Common Share (each, a “**Warrant Share**”) at a price of \$0.05 per Warrant Share for a period of two years from the date of issuance.

The Common Shares and Warrants issued in connection with the Acquisition will be subject to a hold period of four months and a day from the date of issuance. The Issuer is at arms-length from Panyo and each of Panyo’s shareholders.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

For a full description of the material change, see the news release attached as Schedule “A” to this report.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

Not Applicable.

Item 7. Omitted Information

Not Applicable.

Item 8. Executive Officer

For further information, please contact:
Paul Haber, Chief Executive Officer
and Chairman
(416) 318- 6501
phaber@newwolrdinc.io

Item 9. Date of Report

June 26, 2024

SCHEDULE "A"

NEWS RELEASE

New World Completes Acquisition of Panyo AI Technologies

Toronto, Ontario--(Newsfile Corp. - June 12, 2024) - **New World Solutions Inc. (CSE: NEWS) (OTC Pink: REGRF) (FSE: RT5) ("NEWS" or "New World" or the "Company")** is pleased to announce the successful acquisition of Panyo AI Technologies Inc. ("**Panyo**") previously announced on June 4, 2024 that marks a significant expansion of New World Solutions' portfolio by enhancing its presence in the electric vehicle (EV) sharing market.

In this strategic move, New World has acquired 100% of the issued and outstanding shares of Panyo, a leading company in the electric vehicle (EV) rental market known for its innovative and eco-friendly transportation solutions.

Paul Haber, CEO of the Company, commented, "*The acquisition of Panyo marks a significant milestone for NewWorld as we continue to expand our portfolio and strengthen our position in the electric vehicle market. We are excited to integrate Panyo's operations and look forward to the growth opportunities this acquisition brings.*"

The acquisition was completed as a share exchange whereby as consideration for all of the issued and outstanding common shares of Panyo, the Company issued 20,000,000 units (the "**Units**") consisting of one common share and one common share purchase warrant of the Company to the shareholders of Panyo with each shareholder receiving a *pro rata* number of Units. See the news release dated June 4, 2024 for additional details regarding the transaction.

About Panyo AI Technologies

Panyo AI Technologies is dedicated to advancing eco-friendly transportation by making electric vehicles (EV) widely available through its services. The company is committed to enhancing urban mobility with a selection of stylish and comfortable electric vehicles, designed to meet the diverse needs of customers. Panyo AI Technologies' mission is to democratize access to electric vehicles, providing sustainable and accessible transportation solutions for everyone.

To learn more about Panyo, please visit: <https://www.panyotech.com/>.

About New World

New World Solutions is a technology company focused on providing solutions to new world problems. Through our blockchain and technology experience we are leveraging solutions in the decentralized finance space as well as the electric vehicle area. We look to acquire and launch a balanced spectrum of solutions to become a leader in this dynamic tech landscape.

For additional information on New World and other corporate information, please visit the company website at <https://www.newworldinc.io/>.

For further information, please contact:

Paul Haber, C.P.A., C.A., C.Dir
Chief Executive Officer, and Chairman
New World Solutions Inc.
Phone: (416) 318- 6501
Email: phaber@newworldinc.io

Forward-Looking Statements

This news release contains "forward-looking statements" within the meaning of applicable securities laws. All statements contained herein that are not clearly historical in nature may constitute forward-looking statements.

Generally, such forward-looking information or forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or may contain statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "will continue", "will occur" or "will be achieved".

Forward-looking information in this news release are based on certain assumptions and expected future events. These statements involve known and unknown risks, uncertainties, and other factors, which may cause actual results, performance, or achievements to differ materially from those expressed or implied by such statements, including but not limited to: the potential inability of the Company to continue as a going concern; the risks associated with the blockchain in general, the risk that the Transaction will not be completed as contemplated or at all. Readers are cautioned that the foregoing list is not exhaustive. Readers are further cautioned not to place undue reliance on forward-looking statements, as there can be no assurance that the plans, intentions, or expectations upon which they are placed will occur. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated.

Forward-looking statements contained in this news release are expressly qualified by this cautionary statement and reflect the Company's expectations as of the date hereof and are subject to change thereafter. The Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, estimates or opinions, future events or results, or otherwise or to explain any material difference between subsequent actual events and such forward-looking information, except as required by applicable law.

The Canadian Stock Exchange (the "**CSE**") does not accept responsibility for the adequacy or accuracy of this release.

Neither the CSE nor its Market Regulator (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.



To view the source version of this press release, please visit <https://www.newsfilecorp.com/release/212707>