

Form 51-102F3

Material Change Report

Item 1 Name and Address of Issuer

Web3 Ventures Inc. (formerly La Jolla Capital Inc.) (the “**Issuer**”)
Suite 409, 22 Leader Lane,
Toronto, ON M5E 0B2

Item 2 Date of Material Change

June 14, 2022

Item 3 News Release

The news release was filed on SEDAR on June 14, 2022.

Item 4 Summary of Material Change

The Issuer announced the appointment of Neer Sharma to the Issuer’s Advisory Board.

The Issuer also announced that it granted incentive stock options to certain directors, officers and consultants of the Issuer to acquire an aggregate of 10,600,000 common shares in the capital of the Issuer at an exercise price of \$0.10 (the “**Options**”). The Options are exercisable for a five-year term expiring June 14, 2027.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the attached news release.

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

Stan Fainzilberg, Chief Executive Officer
Business Telephone: 416-418-6949

Item 9 Date of Report

June 14, 2022



News Release

Web3 Ventures Appoints Neer Sharma to Advisory Board

Toronto, Ontario, Canada - June 14, 2022 - Web3 Ventures Inc. (“W3V” or the “Company”), a platform company focused on incubating, accelerating, and developing world class projects and applications for the decentralized web, is pleased to announce that it has appointed Neer Sharma to its Advisory Board.

A Forbes 30 Under 30 Award recipient in building consumer tech and a former analyst at Rothschild, Mr. Sharma has extensive experience founding and operating technology companies. Mr. Sharma currently serves as Head of Product at mayk.it, a platform that enables users to create and mint audio NFTs directly from their mobile device, and was the co-founder of HaikuJAM, a social writing game that he helped scale to millions of users across India.

“I am incredibly thrilled to bring my expertise and network to W3V. On a personal level, I am most interested in digital identity, web3 gaming and apps that will onboard the next billion crypto users. Also, while the metaverse gets built out to be more sensory and immersive, I am bullish on founders thinking about utilizing digital co-ordination to impact the physical world. I look forward to leveraging my background in scaling consumer social apps to millions of users, and to work alongside the W3V team to advance, incubate, and support world-class web3 projects.” said Mr. Sharma.

Stock Option Grant

The Company also announces it has granted incentive stock options to certain directors, officers and consultants of the Company to acquire an aggregate of 10,600,000 common shares in the capital of the Company at an exercise price of \$0.10 (the “Options”) in accordance with the Company’s incentive stock option plan. The Options are exercisable for a five-year term expiring June 14, 2027.

ON BEHALF OF THE BOARD OF DIRECTORS

Stan Fainzilberg, Chief Executive Officer

For further information, please contact

Stan Fainzilberg
Telephone: (416) 418-6949

Forward-Looking Information:

This press release may include “forward-looking information” (as that term is defined by Canadian securities legislation), concerning the Company’s business. Forward-looking information is based on certain key expectations and assumptions made by the Company’s management, including future plans for the Company. Although the Company believes that such expectations and assumptions are reasonable, investors should not rely unduly on such forward-looking information as the Company can give no assurance they will prove to be correct. Forward-looking statements in this press release are made as of the date of this press release. The company disclaims any intent or obligation to publicly update any forward-looking information (whether as a result of new information, future events or results, or otherwise) other than as required by applicable securities laws.