

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

**Item 1 Name and Address of Company**

Cloud3 Ventures Inc. (the “Company”)  
22 Leader Lane, Suite 409  
Toronto, Ontario M5E 0B2

**Item 2 Date of Material Change**

October 28, 2024

**Item 3 News Release**

News releases dated November 12, 2024 and November 26, 2024, were disseminated through the news dissemination services of Stockwatch, and filed on SEDAR+ ([www.sedarplus.ca](http://www.sedarplus.ca)).

**Item 4 Summary of Material Change**

On November 12, 2024, the Company announced that Kyle Appleby has resigned as Chief Financial Officer of the Company effective October 28, 2024.

On November 26, 2024, the Company announced that David Nikzad, current CEO, will serve as the Company’s Interim CFO while the Company continues the search for a permanent CFO.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

On November 12, 2024, the Company announced that Kyle Appleby has resigned as Chief Financial Officer of the Company effective October 28, 2024.

On November 26, 2024, the Company announced that David Nikzad, current CEO, will serve as the Company’s Interim CFO while the Company continues the search for a permanent CFO.

For more information, please refer to the news releases dated November 12 and 26, 2024, which are available on SEDAR+ ([www.sedarplus.ca](http://www.sedarplus.ca)).

**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**

David Nikzad  
CEO and Director  
Tel: 1-866-395-6989  
E: investors@ortho.gg

**Item 9      Date of Report**

December 16, 2024