

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

Coco Pool Corp.
Suite 2000 - 1111 West Georgia Street
Vancouver, BC V6E 4G2

Item 2. Date of Material Change

March 27, 2024

Item 3. News Release

A news release was issued at Vancouver, B.C. on March 28, 2024 and disseminated.

Item 4. Summary of Material Change

The Company announced the resignation of Mark S. Kowalski as CFO and the appointment of Sebastien Charles as CFO.

Item 5. Full Description of Material Change

See attached news release.

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

Not applicable.

Item 7. Omitted Information

No significant facts remain confidential and no information has been omitted in this report.

Item 8. Executive Officer Knowledgeable About This Report

Name of Executive Officer:	Koby Smutylo
Telephone Number:	(613) 869-5440

Item 9. Date of Report

March 28, 2024

COCO POOL CORP.
Suite 2000 – 1111 West Georgia Street
Vancouver, BC V6E 4G2

NEWS RELEASE

March 28, 2024

TSXV Symbol: CCPC.P

Coco Pool Corp. Announces Change of CFO and Stock Option Grant

Vancouver, BC, March 28, 2024 – Coco Pool Corp. (CCPC.P: TSX-V) (the “Company”), a capital pool company, announces that, effective March 27, 2024, Mark S. Kowalski has resigned as CFO of the Company, and the Company has appointed Sebastien Charles, an existing director and corporate secretary of the Company as CFO.

Mr. Kowalski resigned as CFO due to competing commitments on his time but will remain as a director of the Company.

In connection with his resignation Mr. Kowalski agreed to surrender 20,000 stock options previously granted to him. The Company has effective today issued a further 20,000 stock options at an exercise price of \$0.075 per share to Mr. Charles. All of the options are fully vested and have an expiry date of 10 years from the date of grant.

All of the issued stock options are held in escrow subject to an escrow agreement made pursuant to TSX Venture Exchange Policy 2.4 – Capital Pool Companies.

About Coco Pool Corp.

The Company is a capital pool company (“CPC”) within the meaning of the policies of the TSX Venture Exchange. The Company has not commenced operations and has no assets other than cash. The Company proposes to identify and evaluate business and assets with a view to completing a “Qualifying Transaction” under the TSX Venture Exchange Policy 2.4 – Capital Pool Companies. The funds raised under the initial public offering will be used to pursue the Company’s Qualifying Transaction.

For further information contact:

Koby Smutylo
President and CEO
Telephone: (613) 869-5440
Email: koby@lawyercorporation.ca

Investors are cautioned that trading in the securities of a CPC should be considered highly speculative.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

The securities herein described have not been and will not be registered under the United States Securities Act of 1933, as amended, or the securities laws of any state, and may not be offered or sold in the United States unless an exemption from registration is available. This press release does not constitute an offer to sell or the solicitation of any offer to buy these securities in the United States.

Forward-Looking Information Cautionary Statement

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or the Company’s future performance. The use of any of the words “could”, “expect”, “believe”, “will”, “projected”, “estimated” and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company’s current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. In particular, the Company’s stated

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use of proceeds and its expectation as to the resumption of trading of the common shares on the TSX Venture Exchange constitute forward-looking information. Actual results and developments may differ materially from those contemplated by forward-looking information. Readers are cautioned not to place undue reliance on forward-looking information. The statements made in this press release are made as of the date hereof. The Company disclaims any intention or obligation to publicly update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as may be expressly required by applicable securities laws.