

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

Item 1. Name and Address

AI/ML Innovations Inc. (the “Company”)
#203, 645 Fort Street
Victoria, BC
V8W 1G2

Item 2. Date of Material Change

September 11, 2023

Item 3. News Release

The news release describing the material change was disseminated on September 11, 2023, through Accesswire, and filed on SEDAR+.

Item 4. Summary of Material Change

The Company announced that Paul Duffy has been appointed as its new Chief Executive Officer (CEO), commencing his role on September 11th, 2023.

Item 5. Full Description of Material Change

5.1 *Full Description of Material Change*

The Company announced that Paul Duffy has been appointed as its new Chief Executive Officer (CEO), commencing his role on September 11th, 2023. Paul Duffy's leadership will drive the company's mission to harness the revolutionary potential of AI and ML in the burgeoning digital health and wellbeing sector and other high-growth domains.

Paul Duffy brings over 30 years of dynamic leadership and a proven track record in the commercialization of digital technologies. Before joining AI/ML Innovations Inc, Paul was President and Chairman of NexTech3D.AI (CSE: NTAR) and Co-founder and CEO of ARHT Media Inc. (TSXV: ART), where he demonstrated exceptional leadership in inventing, patenting, and commercializing numerous technologies using AI, AR and Holograms.

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

No information has been omitted in respect of this material change.

Item 8. Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Tim Daniels, Interim Chief Financial Officer
Telephone: 778 405-0882

Item 9. Date of Report

September 12, 2023