

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Tevano Systems Holdings Inc. (the “**Company**”)
Suite 1303 - 1030 West Georgia Street
Vancouver, B.C. V6E 2Y3

Item 2. Date of Material Change

May 3, 2021.

Item 3. News Release

News Release dated May 3, 2021 was disseminated via Stockwatch and market News and filed on SEDAR on May 3, 2021.

Item 4. Summary of Material Change

The Company has closed a non-brokered private placement of warrants and raised gross proceeds of \$500,000.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced further to its news release of April 30, 2021, that it has closed a non-brokered private placement of 10,000,000 transferable common share purchase warrants of the Company (the “**Warrants**”) at a price of \$0.05 per Warrant for gross proceeds of \$500,000 (the “**Offering**”).

Each Warrant entitles the holder to acquire one unit of the Company (a “**Unit**”) at an exercise price of \$0.50 per Unit for a period of two years (subject to acceleration in the event that the weighted average trading price of the Company’s shares is at or exceeds \$1.20 for any five consecutive trading days) from May 3, 2021, being the date of closing of the Offering (the “**Closing Date**”).

Each Unit consists of one common share in the capital of the Company (a “**Share**”) and one transferrable common share purchase warrant (a “**Unit Warrant**”). Each Unit Warrant will entitle the holder to acquire Share at an exercise price of \$0.70 per Share for a period of two years (subject to acceleration in the event that the weighted average trading price of the Company’s shares is at or exceeds \$1.40 for any five consecutive trading days) from the Closing Date.

All securities issued in connection with the Offering are subject to a statutory hold period of four-months and one day ending on September 4, 2021. The proceeds from the Offering will be used for general working capital.

The Company has paid an eligible finder cash commission in the amount of \$4,800, being 2% of the aggregate proceeds from the sale of Warrants to purchasers introduced by the finder.

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

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Eugene Hodgson, Chief Financial Officer
Telephone: 604-805-6600

Item 9. Date of Report

DATED at Vancouver, BC, this 3rd day of May, 2021.