

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

September 16, 2022

Item 3: News Release

The news release was disseminated on September 19, 2022 through Market News and Stockwatch.

Item 4: Summary of Material Change

The Company and Caza LLC have mutually terminated their previously announced Software Development Agreement (“Agreement”) pursuant to which Tevano retained Caza to provide certain software development and related services. 2,627,993 common shares of the Company held by team members of Caza have been returned to treasury for cancellation and Mr. Chris Kiloyan, the President of Caza, has resigned as a director of the Company.

As a separate matter, Mr. Slawek Wesierski has resigned and Chief Technical Officer of Tevano.

Item 5: Full Description of Material Change

See press release attached as Schedule “A” provides a full description of each material change.

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

N/A

Item 7: Omitted Information

N/A

Item 8: Executive Officer

The name of the executive officer of the Company, knowledgeable about the material change that can be contacted by the Commission is:

David Hardave Bajwa
Chief Executive Officer
p. 778-388-4806
e. davidb@tevano.com

Item 9: Date of Report

September 19, 2022

SCHEDULE “A”

Tevano Announces Termination of Software Development Agreement with Caza LLC and Transfer of illuria Software to Caza LLC

Vancouver, British Columbia--(Newsfile Corp. – September 19, 2022) - Tevano Systems Holdings Inc. (CSE: TEVO) (FSE: 7RB) (OTC Pink: TEVNF) ("Tevano", or the "Company") announces that the Company and Caza LLC have mutually terminated their previously announced Software Development Agreement (“Agreement”) pursuant to which Tevano retained Caza to provide software development and related services in advancing the Company’s Illuria security software solution.

Under the terms of the termination agreement dated September 16, 2022 between the parties Tevano has transferred all of its interest in the Illuria security software to Caza, and Caza has assumed certain related debt and cancelled all obligations of the Company under the Agreement. In addition, 2,627,993 common shares of the Company held by team members of Caza have been returned to treasury for cancellation. Mr. Chris Kiloyan, the President of Caza, has resigned as a director of the Company.

Mr. Slawek Wesierski has resigned and Chief Technical Officer of Tevano.

Management of Tevano is currently evaluating a number of potential strategic opportunities to bring value to its shareholders.

About Tevano

Tevano Systems Holding Inc., through its operating subsidiaries, is a technology company with custom and proprietary hardware and software technologies. Its subsidiary Tevano Systems Inc. is the developer of Health Shield™, an AI-driven, electronic tablet that video displays a user with their body temperature and other information. It provides detailed reports of all scans done throughout an enterprise.

For more information on Tevano, please visit www.tevano.com

On behalf of the Board of:

TEVANO SYSTEMS HOLDINGS INC.

David Bajwa, Chief Executive Officer

davidb@tevano.com

778-388-4806

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION: This news release contains forward looking statements and forward looking information within the meaning of applicable securities laws. These statements relate to future events or future performance. All statements other than statements of historical fact may be forward looking statements or information. More particularly and without limitation, this news release contains forward looking statements and matters. The forward looking statements and information are based on certain key expectations and assumptions made by management of the Company. Although management of the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward looking statements and information since no assurance can be given that they will prove to be correct. Forward-looking statements and information are provided for the purpose of providing information about the current expectations and plans of management of the Company relating to the future. Readers are cautioned that reliance on such statements and information may not be appropriate for other purposes, such as making investment decisions. Since forward looking statements and information address future events and conditions, by

their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to several factors and risks. These include, but are not limited to, the Company's ability to raise further capital, the success of the Company's software and product initiatives and the Company's ability to obtain regulatory and exchange approvals. Accordingly, readers should not place undue reliance on the forward looking statements and information contained in this news release. Readers are cautioned that the foregoing list of factors is not exhaustive. The forward looking statements and information contained in this news release are made as of the date hereof and no undertaking is given to update publicly or revise any forward looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws. The forward-looking statements or information contained in this news release are expressly qualified by this cautionary statement. Neither the CSE nor the Investment Industry Regulatory Organization of Canada accepts responsibility for the adequacy or accuracy of this release.