

**Form 51-102F3**  
**Material Change Report Under**  
**National Instrument 51-102**

**1. Name & Address of Company**

Sixth Wave Innovations Inc. (the “Company”)  
210 Waterfront Drive – Suite 110  
Bedford, NS, Canada  
B4A 0H3

**2. Date of Material Change**

February 8, 2022

**3. News Release**

A news release with respect to the material change referred to in this report was issued through newswire services on February 8, 2022 and was subsequently filed on the system for electronic document analysis and retrieval (SEDAR).

**4. Summary of Material Change**

The Company has appointed Sherman McGill to the board of directors of the Company and Nicole Wood as interim chief financial officer. The Company further announced the resignation of Peter Manuel from his role as chief financial officer and from the board of directors of the Company, all effective February 25, 2022.

**5. Full Description of Material Change**

The Company has appointed Sherman McGill to the Board of Directors of the Company and Ms. Nicole Wood as Interim Chief Financial Officer. Mr. McGill is a co-founder and currently Executive Vice President and Chief Development Officer of the Company. Mr. McGill is a seasoned sales and business development executive with a track record of developing and closing multi-million-dollar programs in research and development, product sales and training services to high-profile US and international customers. Prior to co-founding Sixth Wave, McGill was responsible for global business development for a nanotech firm that secured approximately \$5M in R&D funds from the US Defense Department to develop an explosive detection technology. This technology became part of the original Sixth Wave portfolio and was deployed by the US military for detecting IED-making materials in Iraq and Afghanistan. Additionally, he was a founding team member and Director of Global Sales for BEAMHIT LLC which was a high-tech laser training company. Mr. McGill holds a B.A. from Memphis State University.

Further, the Company announces the appointment of Ms. Nicole Wood as Interim Chief Financial Officer of the Company. Ms. Wood is a CPA and CGA with over 20 years of experience in senior financial roles. Ms. Wood served as Chief Financial Officer of UC

Resources Ltd. and First Mexican Gold Group, both of which were mineral exploration companies listed on the TSX-Venture Stock Exchange.

The Company also announced the granting of 150,000 stock options to an officer of the Company at a strike price of \$0.20 per common share. One third of the options will vest after six months, with an additional third vesting every six months thereafter until fully vested. The options will expire five years from February 6, 2022, the date of the grant.

The Company further announces the resignation of Peter Manuel from his role as Chief Financial Officer and from the Board of Directors of the Company to pursue other business interests. The Company wishes to thank Mr. Manuel for his valuable contributions to the Company and wishes him well in his current and future endeavors. Mr. Manuel's resignation and appointments of both Mr. McGill and Ms. Wood are effective February 25, 2022.

**6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable

**7. Omitted Information**

Not applicable

**8. Senior Officer**

Peter Manuel  
Interim Chief Financial Officer  
Telephone: (902)-221-5217  
Email: peter@sixthwave.com

DATED at Bedford, Nova Scotia this 10<sup>th</sup> day of February, 2022

**SIXTH WAVE INNOVATIONS INC.**

By:(signed) "Peter Manuel"  
Interim Chief Financial Officer & Director