

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

1. Name and Address of Company

Syntheia Corp. (formerly, Veta Resources Inc. (the “**Company**”)
217 Queen Street West, Suite 401
Toronto, Ontario M5V 0R2

2. Date of Material Change

September 19, 2024

3. News Release

A press release disclosing the material change was released on September 19, 2024, through the facilities of Newsfile Corp.

4. Summary of Material Change

The Company announced that it has filed articles of amendment to change the name of the Company to “Syntheia Corp.” (the “**Name Change**”) and consolidate its issued and outstanding common shares (the “**Common Shares**”) on the basis of 2.017753 pre-consolidation Common Shares for one (1) post-consolidation Common Share (the “**Consolidation**”).

5. Full Description of Material Change

Further to the Company’s press releases of June 28, 2024 and August 21, 2024, and in connection with the reverse takeover of the Company by Metaworld Corporation (dba Syntheia), the Company filed articles of amendment to change the name of the Company to “Syntheia Corp.” (the “**Name Change**”) and consolidate its issued and outstanding common shares (the “**Common Shares**”) on the basis of 2.017753 pre-consolidation Common Shares for one (1) post-consolidation Common Share (the “**Consolidation**”), resulting in its previously outstanding 22,590,750 Common Shares of the Company being consolidated into 11,195,987 Common Shares. No fractional Common Shares will be issued pursuant to the Consolidation and any fractional Common Shares that would have otherwise been issued have been rounded down to the nearest whole number. The Consolidation was approved by the shareholders of the Company at the annual and special meeting of the Company held on August 1, 2024 (the “**Meeting**”).

Letters of transmittal with respect to the Name Change and Consolidation will be mailed to the Company’s registered shareholders in connection with the Meeting. All registered shareholders will be required to send their share certificates representing pre-Consolidation Common Shares, along with a properly executed letter of transmittal, to the Company’s registrar and transfer agent, TSX Trust Company, in accordance with the instructions provided in the letter of transmittal. Shareholders who hold their Common Shares through a broker, investment dealer, bank or trust company should contact that nominee or intermediary for assistance in depositing their Common Shares in connection with the Consolidation. A copy of the letter of transmittal will be posted on the Company’s profile on SEDAR+ at www.sedarplus.com.

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

The report is not being filed on a confidential basis.

7. Omitted Information

No significant facts have been omitted from this Material Change Report.

8. **Executive Officer**

For further information, please contact Carly Burk, President and Chief Executive Officer of the Company at (416) 361-2517.

9. **Date of Report**

This report is dated at Toronto, this 19th day of September, 2024.

Forward-Looking Statements

This material change report contains certain “forward-looking information” within the meaning of applicable securities law. Forward looking information is frequently characterized by words such as “plan”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate”, “may”, “will”, “would”, “potential”, “proposed” and other similar words, or statements that certain events or conditions “may” or “will” occur. These statements are only predictions. Forward-looking information is based on the opinions and estimates of management at the date the information is provided, and is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information. For a description of the risks and uncertainties facing the Company and its business and affairs, readers should refer to the Company’s Management’s Discussion and Analysis. The Company undertakes no obligation to update forward-looking information if circumstances or management’s estimates or opinions should change, unless required by law. The reader is cautioned not to place undue reliance on forward-looking information.