

NOTICE OF CHANGE IN CORPORATE STRUCTURE
Pursuant to section 4.9 of National Instrument 51-102
Continuous Disclosure Obligations

Item 1 Names of the parties to the transaction:

Syntheia Corp. (formerly, Veta Resources Inc.) (the “**Company**”)

Metaworld Corporation (the “**Target**”)

1000994508 Ontario Ltd. (“**Subco**”)

Item 2 Description of the transaction:

Business combination by way of a three-cornered amalgamation pursuant to Section 174 of the *Business Corporations Act* (Ontario) (the “**Transaction**”) carried out pursuant to an amalgamation agreement dated September 24, 2024, between the Company, the Target, and Subco.

The closing of the Transaction resulted in the Company acquiring all of the issued and outstanding common shares of the Target (the “**Target Shares**”). The Target Shares outstanding immediately prior to the completion of the Arrangement have been cancelled, and the former holders of the Target Shares received common shares in the capital of the Company (each, a “**Company Share**”), resulting in the Company issuing an aggregate of 65,433,632 Company Shares.

In addition, the 17,429,921 common share purchase warrants of the Target (each, a “**Target Warrant**”) and 7,750,000 stock options of the Target (each, a “**Target Stock Option**”) have been cancelled, and the former holders of the Target Warrants and the Target Stock Options will receive economically equivalent securities of the Company.

Consolidation, Name Change and Amalgamation

Prior to completing the Transaction, the Company consolidated its common shares on a 2.017753 for one basis and changed its name from “Veta Resources Inc.” to “Syntheia Corp.” pursuant to articles of amendment filed under the *Canada Business Corporations Act*. The Target and Subco then amalgamated, as noted above, pursuant to the provisions of the *Business Corporations Act* (Ontario) and the amalgamated entity has become a wholly-owned subsidiary of the Company, carrying on the business of the Target.

Management and Board

In connection with the Transaction, shareholders of the Company elected Tony Di Benedetto, Richard Buzbuzian, Rob Montemarano, Steven Silvestro and Riccardo Forno as directors of the Company at the annual and special meeting of the Company held on August 1, 2024.

Following the Transaction, the management of the Company is comprised of Richard Buzbuzian, President, Secretary and Lead Director, Tony Di Benedetto Chief Executive Officer, Veronique Laberge, Chief Financial Officer, and Paul Di Benedetto, Chief Technology Officer.

Item 3 Effective date of the transaction:

September 24, 2024

Item 4 Name of each party, if any, that ceased to be a reporting issuer after the transaction and of each continuing entity

Not applicable.

Item 5 Date of reporting issuer's first financial year-end subsequent to the transaction

The Company's first financial year end subsequent to the completion of the Transaction is September 30, 2024.

Item 6 Periods, including comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer's first financial year subsequent to the transaction

The Company's transition year will consist of a nine-month period ended September 30, 2024. The filing deadline for the nine-month period ended September 30, 2024 is January 31, 2025. The following is a summary of applicable financial periods is the Company's first financial year after completion of the Transaction:

Transition Year	Comparative Annual Financial Statements to Transition Year	New Financial Year	Comparative Annual Financial Statement to New Financial Year	Interim Periods for Transition Year	Comparative Interim Periods in Transition Year	Interim Periods for New Financial Period	Comparative Interim Periods to Interim Periods in New Financial Year
12 months ended September 30, 2024	12 months ended September 30, 2023	12 months ended September 30, 2025	12 months ended September 30, 2024	3 months ended March 31, 2024 (filed) 6 months ended June 30, 2024 (filed)	3 months ended March 31, 2023 (filed) 6 months ended June 30, 2023 (filed)	3 months ended December 31, 2024 6 months ended March 31, 2025 9 months ended June 30, 2025	3 months ended December 31, 2023 6 months ended March 31, 2024 9 months ended June 30, 2024

Item 7 Documents filed under this Instrument that described the transaction and where those documents can be found in electronic format

Further details regarding the Transaction can be found in the following documents filed on the Company's SEDAR+ profile at www.sedarplus.ca:

- 1) News Release dated June 28, 2024;
- 2) Notice of Meeting and Management Information Circular of the Company dated July 4, 2024;
- 3) News Release dated August 21, 2024;
- 4) News Release dated September 16, 2024;
- 5) News Release dated September 19, 2024;
- 6) Form 51-102F3 – Material Change Report of the Company dated September 19, 2024;

- 7) News Release dated February 26, 2024;
- 8) News Release dated March 1, 2024;
- 9) Form 51-102F3 – Material Change Report of the Company dated March 7, 2024;
- 10) Amalgamation Agreement dated September 24, 2024, between the Company, the Target and the Subco;
- 11) News Release dated September 24, 2024;
- 12) Form 51-102F3 – Material Change Report of the Company dated September 30, 2024; and
- 13) News Release dated September 30, 2024.

DATED 30th day of September, 2024.