

Form 51-102F3
Material Change Report

1. Name and Address of Company

TechX Technologies Inc.
1050 - 1040 West Georgia Street
Vancouver, BC, V6E 4H1
(the "Company")

2. Dates of Material Change (s)

April 30, 2021

3. News Release(s)

A news release was issued on May 3, 2021 and disseminated via Canada Newswire, pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

The Company announces that it has entered into a share purchase agreement pursuant to which the shareholder of XPort Digital Limited agreed to sell all of the shares issued and outstanding in XPort in consideration of the issuance of 5,252,100 common shares in the capital of the Company.

The Company also announces that it has engaged NAI Interactive Ltd. to provide investor relations services to tap into key markets and attract investors from the Chinese community.

5. Full Description of Material Changes

News Release May 3, 2021– See Schedule "A"

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

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Peter Green, CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 314-5675.

9. Date of Report

This report is dated May 3, 2021.

SCHEDULE "A"
to the Material Change Report dated May 3, 2021

TechX Signs Definitive Agreement to Acquire Fiat-to-Crypto Merchant Services Gateway XPort Digital

VANCOUVER, BC - May 3, 2021 (GLOBE NEWSWIRE) - TechX Technologies Inc. ("TechX" or the "Company") (CSE: TECX) (OTC: TECXF) (FRA: COB1), a company focused in emerging technologies across growth sectors including: crypto, blockchain, AI and cloud technologies, is pleased to announce that, further to its press release dated March 2, 2021, it has acquired a 100% interest in [XPort Digital Limited](#) ("XPort").

XPort is a merchant services fiat-to-crypto gateway solution offering credit card processing for cryptocurrency exchanges, wallets and other cryptocurrency businesses. XPort's credit card processing solution provides real-time competitive cryptocurrency pricing and low transaction fees. XPort's fiat-to-crypto on ramping service offers a plug-and-play customizable widget that can be set up quickly for merchants to process credit card transactions instantly and securely. In addition to the widget, merchants may also use Xport's API to integrate directly with their own platform.

Aaron Carter, will remain the CEO of XPort Digital. Mr. Carter has an extensive background in the financial industry and has worked with various fortune 500 companies in investment banking, online brokerage, market data and a prominent US equity exchange. At AlphaPoint, Mr. Carter played a pivotal role in building their whitelist exchange platform and developed a cohesive customer onboarding process that allowed sales to optimize their deal flow and exceed their target goals. At BATS Global Markets (formerly known as Direct Edge), Mr. Carter developed the exchange's surveillance and optimization programs which decreased latency and increased their daily trading volume market share while ensuring SEC regulations were adhered to. Mr. Carter has also worked closely with CEZA, the Philippines Cagayan Economic Zone Authority and helped establish their framework for trade data collection and analytics.

"My goal for XPort Digital Limited is to create a company that is, not only a key player in the crypto space, but one of the cutting edge industry leaders that other companies see as a benchmark for performance. I'm excited to join the TechX team and look forward to building a solid and profitable business. Merchants, exchanges and other cryptocurrency businesses can connect their cryptocurrencies to the platform and embed our white-label widget in their platform and be up and running within a few days" said Aaron Carter, CEO of Xport. "Consumers will also be able to purchase cryptocurrencies without signing up for an account on our upcoming website, buybitfast.com in the very near future.

"We are beyond excited to announce the acquisition of XPort Digital. With the explosion of exchanges and new tokens popping up daily and the lack of fiat to crypto on-ramping services, it's a great opportunity for Xport and TechX," said TechX CEO, Peter Green. "XPort's fiat to crypto on ramping offers the quickest and easiest solution for consumers to buy Bitcoin, Ethereum and other cryptocurrencies without setting up an account."

The Transaction

TechX entered into a share purchase agreement pursuant to which the shareholder of XPort agreed to sell all of the shares issued and outstanding in XPort in consideration of the issuance of 5,252,100 common shares in the capital of the Company (the “Shares”) at a deemed value of \$0.952 per share for a total aggregate consideration of C\$5,000,000.

Investor Relations Engagement of NAI Interactive Ltd.

TechX is also pleased to announce that it has engaged [NAI Interactive Ltd. \(“NAI”\)](#) to provide investor relations services to tap into key markets and attract investors from the Chinese community. The agreement is effective for a six-month term after which TechX can decide to continue on a month-to-month basis. TechX will pay NAI Interactive a monthly fee of C\$2,500.

NAI Interactive is a leading market intelligence and investor relations service provider that serves as a bridge between public companies in North America and Chinese investors, nurturing investor loyalty and forming functional networks. Since its inception in 1998, NAI has been well trusted by Chinese investors in the US, Canada, Hong Kong, Taiwan, Singapore and China.

About TechX Technologies Inc.

[TechX Technologies Inc. \(CSE:TECX\) \(OTC:TECXF\) \(FRA:COB1\)](#) is a company focused on emerging technologies across growth sectors including: crypto, blockchain, AI and cloud technologies. Led by senior leaders and industry experts, TechX invests in and provides subject matter experts within portfolio companies to accelerate success and maximize value for shareholders. TechX’s portfolio of companies includes [Catalyx Exchange](#), [Altsignals](#), [Shiftinsights](#) and [XPort Digital](#).

About XPort Digital Limited

XPort is a merchant services fiat-to-crypto gateway solution offering credit card processing for cryptocurrency exchanges, wallets and other cryptocurrency businesses. XPort's credit card processing solution provides real-time competitive cryptocurrency pricing and low transaction fees. XPort’s fiat-to-crypto on ramping service offers a plug-and-play customizable widget that can be set up quickly for merchants to process credit card transactions instantly and securely. In addition to the widget, merchants may also use Xport’s API to integrate directly with their own platform.

On behalf of the board,
Peter Green, CEO

For further information about TechX, please contact Ben Shamsian, Vice President Investor Relations - Lytham Partners, (646) 829-9701 or via email at shamsian@lythampartners.com.