

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)

May 25, 2021
May 26, 2021

3. News Release(s)

A news release was issued on May 26, 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 signed a definitive share purchase agreement to acquire a 100% interest in [Mobilum OÜ](#) for C\$16,000,000.

The Company also announces that it has engaged Rise New Media Inc. for a 2-month digital advertising campaign and has also engaged KL Invest Group LLC for social media marketing and community management.

5. Full Description of Material Changes

News Release May 26, 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 26, 2021.

SCHEDULE "A"
to the Material Change Report dated May 26, 2021

TechX Signs Definitive Agreement to Acquire Mobilum, a Digital Wallet and Payment Technology Gateway

VANCOUVER, BC - May 26, 2021 - [TechX Technologies Inc.](#) ("TechX" or the "Company") (CSE:TECX) (OTC:TECXF) (FRA: COB1:FF), a company focused on emerging technologies including crypto, blockchain, AI, and cloud technologies, today announced that it has signed a definitive share purchase agreement (the "Agreement") to acquire a 100% interest in [Mobilum OÜ](#) ("Mobilum") for C\$16,000,000.

Mobilum, a financial technology start-up that provides the fiat infrastructure to the cryptocurrency industry, is a licensed plug-and-play fiat-to-crypto gateway and payment processing technology solution for exchanges, wallets, brokers, liquidity providers, and cryptocurrency businesses. Mobilum's simple-to-use on-ramp and off-ramp solution makes integration easy for businesses whose users buy and sell cryptocurrencies with credit and debit cards. Mobilum guarantees zero chargebacks, the highest acceptance rates, and the lowest transaction fees in the industry (at 2.99%).

Mobilum's daily processing volume ranges from C\$100,000 to C\$250,000 in transactions for cryptocurrency exchanges that include [KuCoin](#), the sixth largest cryptocurrency exchange in the world. Supporting over 200 cryptocurrencies and 80+ fiat currencies, Mobilum's payment gateway services are accessible to over 8 million global users.

"With very few exchanges offering credit card processing, we've seen an exponential increase in demand from exchanges and cryptocurrency businesses to utilize our on-ramp solution," said Wojtek Kaszycki, CEO, Mobilum. "The recent crypto correction has actually increased our processing volume because investors want to get in on the price dips. By merging with TechX, Mobilum will be able to increase its liquidity, giving us the ability to process millions of dollars in transactions per month."

In addition to the payment processing technology, TechX will gain access to Mobilum's Xcard digital wallet technology platform. The wallet is expected to launch in Q3 of 2021.

Key Wallet Features:

- Stake and earn interest of up to 16% APY on select cryptocurrencies
- Swap multiple cryptocurrencies with lower fees than Ethereum-based protocols but continue to have the ability to swap Ethereum-based tokens
- Farm DeFi tokens and earn high interest yields
- Buy and sell over 237 cryptocurrencies
- On and off ramp with credit cards, electronic transfer funds, and wire transfers
- AI-based crypto trading signals

"We're excited to be launching a superior interest-bearing cryptocurrency wallet with the marketing power of TechX behind us," continued Kaszycki. "With the growth and complexity of DeFi yield farming, our wallet will make it simple for any beginner to get into DeFi. I feel that our digital wallet could become a superior premium offering dominated by companies like Voyager Digital (CSE:VYGR) (OTC:VYGVF) and the Celsius Network. The user bases and the assets under management within

interest-bearing cryptocurrency wallets have exponentially grown over the past year into the multi-billions of dollars. People around the globe are just not satisfied with banks paying out interest under 0.50% anymore. Unbanking is going to become the new norm.”

Kaszycki will remain the CEO of Mobilum. A pioneer in the area of Ecommerce and Mcommerce solutions, Kaszycki has over 24 years of experience creating and managing innovative technologies. From the beginning of his professional career, he has engaged in the implementation of innovations that change everyday life. Between 1996 and 2001, Kaszycki managed the first Ecommerce agency in Poland, AGS NewMedia, created the first Ecommerce portal in Poland Empik.com (Polish Amazon). Kaszycki is also the Founder and Chairman of BTC Studios, a publicly traded video gaming company on the Warsaw stock exchange.

“TechX is very excited about acquiring Mobilum’s innovative technology, which is creating a bridge between the fiat and crypto space to speed up the mass adoption of cryptocurrency worldwide,” said Peter Green, CEO, TechX. “The rise in decentralized finance applications is growing rapidly and we expect to soon be a key player in this ever-growing market.”

The Transaction

Under the terms of the Agreement, the shareholders of Mobilum agreed to sell all of the shares issued and outstanding in Mobilum in consideration of the issuance of 26,666,667 common shares in the capital of the Company (the "Shares") at a deemed value of \$0.60 per Share for a total aggregate consideration of C\$16,000,000. The Shares shall be subject to a hold period of four months and one day from issuance.

The Company has also engaged Rise New Media Inc. ("**Rise**") for a 2-month digital advertising campaign in connection with the Company's ongoing effort to increase awareness. This comprehensive advertising program is designed to build brand familiarity, general recognition, and awareness within online investor content platforms. Rise will employ state of the art digital advertising, paid distribution, media buying and content creation to execute this important initiative. Under the terms of this agreement, Rise will provide a combination of strategic digital media services, marketing coordination, content production, and data analytics services for a total payment value of \$50,000 (CAD) amortized over the 2-month duration of the agreement. In addition, the Company has also engaged KL Invest Group LLC ("**KL**") for social media marketing and community management for a monthly payment value of \$2,237.50 (USD).

On Behalf of the Board,
Peter Green, Chairman and CEO

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

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, our investors have access to strategically selected portfolio

companies that offer technologies across the entire cryptocurrency funnel, unlocking massive market potential. TechX's portfolio of companies includes [Mobilum](#), [Catalyx Exchange](#), [Altsignals](#), [Xport Digital](#) and [Shiftinsights](#).

About Mobilum

Mobilum, a fintech start-up providing the fiat infrastructure to the cryptocurrency industry and has a licensed plug and play fiat-to-crypto gateway and payment processing technology solution for exchanges, wallets, brokers, liquidity providers and cryptocurrency businesses. Mobilum's simple to use on-ramp and off-ramp solution makes integration easy for businesses to get their users to buy and sell cryptocurrencies with credit and debit cards. The Mobilum digital wallet will provide its customers with competitive prices on over 237 cryptocurrencies and will allow its users to earn high interest rewards and yields with DeFi.