

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

1. Name and Address of Company

Cybeats Technologies Corp. (formerly, Pima Zinc Corp.) (the "**Company**")
217 Queen Street West, Suite 401
Toronto, Ontario M5V 0R2

2. Date of Material Change

August 11, 2022

3. News Release

A press release disclosing the material change was released on November 3, 2022, through the facilities of Newsfile Corp.

4. Summary of Material Change

On November 1, 2022, the Company, Scryb Inc. ("**Scryb**"), 2635212 Ontario Inc. ("**Subco**") and Cybeats Technologies Inc. ("**Cybeats**") entered into an amending agreement (the "**Amending Agreement**") amending the amalgamation agreement (the "**Amalgamation Agreement**") dated August 11, 2022 between Scryb, the Company, Subco and Cybeats, pursuant to which the Company will acquire all of the issued and outstanding common shares and preferred shares of Cybeats pursuant to a three-cornered amalgamation in accordance with Section 174 of the *Business Corporations Act* (Ontario) (the "**Proposed Transaction**").

5. Full Description of Material Change

On November 1, 2022, the Company entered into the Amending Agreement with Scryb, Subco, Cybeats amending the terms of the Amalgamation Agreement. Pursuant to the Amending Agreement, the consideration for the Proposed Transaction was amended such that the Company will now issue Scryb 60,000,000 common shares (the "**Common Shares**") in the capital of the Company and 10,000,000 Common Share purchase warrants (the "**Warrants**"). Each Warrant will entitle Scryb to acquire one additional Common Share at a price of \$0.60 per Common Share for a period of eighteen (18) months following the completion of the Proposed Transaction. In addition, pursuant to the Amending Agreement the termination date for the Amalgamation Agreement was extended to December 31, 2022.

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, contact Yoav Raiter, Chief Executive Officer at (647) 872-9982.

9. Date of Report

This report is dated at Toronto, this 11th day of November, 2022.

Cautionary Statement Regarding Forward-Looking Information

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.