

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Cover Technologies Inc. (the “Company”)
Suite 810 – 789 West Pender Street
Vancouver, BC V6C 1H2

Item 2 Date of Material Change

January 19, 2021

Item 3 News Release

The news releases was disseminated through Stockwatch, filed on SEDAR and posted to the Company’s disclosure hall with the CSE on January 19, 2021.

Item 4 Summary of Material Change

On January 19, 2021, the Company announced that it has entered into debt settlement agreements with certain creditors to settle outstanding indebtedness of \$592,910 incurred, in consideration for the issuance of 1,411,684 common shares (“Shares”) issued at a deemed price of \$0.42 per Share (the “Debt Settlement”). Three insiders of the Company participated in the Debt Settlement are settling an aggregate of \$137,910 in fees.

Item 5 Full Description of Material Change

Item 5.1 Full Description of Material Change

Please see the attached news release dated January 19, 2021.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Tony Louie, Chief Executive Officer
Telephone: 778-800-9533

Item 9 Date of Report

January 19, 2021

COVER TECHNOLOGIES INC.

810 – 789 West Pender Street, Vancouver, BC V6C 1H2

Phone: (604) 687-2038 Fax: (604) 687-3141

Cover Technologies Inc. Announces Debt Settlement

VANCOUVER, BC (January 19, 2021) – Cover Technologies Inc.. (the “**Company**”)(CSE: **COVE**) (OTC:MGPRF)(FSE:304,Equity) announces that it has entered into debt settlement agreements with certain creditors to settle outstanding indebtedness of \$592,910 incurred, in consideration for the issuance of 1,411,684 common shares (“**Shares**”) issued at a deemed price of \$0.42 per Share (the “**Debt Settlement**”). Three insiders (“**Insider**”)of the Company participated in the Debt Settlement and are settling an aggregate of \$137,910 in fees.

All securities issued in connection with the Debt Settlement will be subject to a four-month-and-one-day statutory hold period in accordance with applicable securities laws.

The Debt Settlement is exempt from the valuation and minority shareholder approval requirements of Multilateral Instrument 61-101 (“MI 61-101”) by virtue of the exemptions contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101 in that the fair market value of the consideration for the securities of the Company to be issued to the Insiders does not exceed 25% of its market capitalization.

For further information please contact Tony Louie, Director, at 604-319-8712.

About Cover Technologies Inc.

Cover Technologies Inc. is an industrial products and solutions company. Cover Technologies has expanded its lines of business to include consumer and industrial disinfectant and cleaning solutions in addition to its magnesium technology. Using its game-changing technology, Cover Technologies aims to be the most environmentally friendly & sustainable producer of magnesium (Mg) metal, ultrapure Mg compounds, by-products and vertically integrated coproducts. For further information or questions respecting the Company kindly contact the Company via email at: info@MagOneProducts.com. Additional information can be found on the Company’s website at www.MagOneProducts.com or by viewing the Company’s filings at www.sedar.com.

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this press release, which has been prepared by management.