

**Form 51-102F3**  
***Material Change Report***

**Item 1            Name and Address of Company**

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

**Item 2            Date of Material Change**

August 16, 2021

**Item 3            News Release**

The news releases was disseminated through Globe Newswire on August 19, 2021 and subsequently filed on SEDAR and posted on the CSE disclosure hall.

**Item 4            Summary of Material Change**

Mr. Dorian Banks has been appointed as Chief Executive Officer, interim Chief Financial Officer and a Director of the Company following the resignation of Mr. Tony Louie.

**Item 5            Full Description of Material Change**

**Item 5.1          Full Description of Material Change**

The Company announced that Mr. Dorian Banks has been appointed Chief Executive Officer, interim Chief Financial Officer and a Director of Cover. Mr. Banks is a lifelong international entrepreneur with focuses on technology, blockchain and agri-tech. Notably, he has built companies from the ground up in wireless technologies, mobile phone gaming and APPs, large scale plantations, UAV technology, 3D printing and crypto-currency mining. He has served as a senior executive and/or board member of over a dozen publicly traded companies over the past two decades, arranging financings from some of the largest global banks. The Company is excited to welcome Mr. Banks to guide the integration of the Flurbo technology with its developing magnesium processing technology.

Concurrent with the appointment of Mr. Banks, the Company announced that Mr. Louie has resigned as the Company's Chief Executive Officer, Chief Financial Officer and Director, effective immediately. Cover wishes to thank Mr. Louie for his services and guiding the Company to this phase of the Company's development.

**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**

Dorian Banks, Chief Executive Officer  
Telephone: 604-687-2038

**Item 9            Date of Report**

August 23, 2021