

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Bee Vectoring Technologies International Inc. (the “Issuer”)
#7 - 4160 Sladeview Crescent
Mississauga, ON L5L 0A1

Item 2 Date of Material Change

May 2, 2023

Item 3 News Release

The news release was disseminated on May 2, 2023 by way of the facilities of Stockwatch. The news release was also filed on SEDAR with the Ontario Securities Commission, British Columbia Securities Commission and the Alberta Securities Commission and posted to the Canadian Securities Exchange.

Item 4 Summary of Material Change

The Issuer granted an aggregate of 500,000 stock options (the “**Options**”) to a consultant of the Issuer. In addition, the Issuer has issued an aggregate of 5,278,125 restricted share units (the “**RSUs**”) to directors, officers, consultants and contractors pursuant to the Issuer’s shareholder approved restricted share unit plan (the “**RSU Plan**”).

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Issuer granted an aggregate of 500,000 Options to a consultant of the Issuer at a price of \$0.085 per common share (“Share”) for a period of five years from grant, pursuant to the Issuer’s Stock Option Plan. The Options will vest immediately. In addition, the Issuer issued an aggregate of 5,278,125 RSUs to directors, officers, consultants and contractors pursuant to the RSU Plan. 50% of the RSUs will vest immediately with the remaining 50% vesting three months from the date of issuance. Each RSU shall entitle the holder thereof to acquire one Share of the Company by delivering a notice of acquisition to the Company in accordance with the RSU Plan. In accordance with the RSU Plan, the RSUs were priced at \$0.10 which was above the market close on May 1, 2023. The RSUs were awarded to certain directors, officers, consultants and contractors who have agreed to restructure their compensation and receive RSUs in lieu of certain cash payments for past and future services.

The Options and RSUs are subject to a statutory four month and one day hold period that will expire on September 3, 2023.

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

Ashish Malik – President & CEO
Business Telephone: 604-687-2038
Facsimile: 604-687-3141

Item 9 Date of Report

May 9, 2023