

**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**

March 6, 2024 and March 15, 2024

**Item 3 News Release**

The news release was disseminated on March 15, 2024 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 drew down the 2nd tranche of \$100,000 in secured promissory notes (the "Notes") from the previously announced Loan Agreement dated December 11, 2023 and it has issued 2,600,000 Common shares at a price of \$0.05 per Common share to satisfy the repayment of the Notes.

The Issuer granted 250,000 restricted share units ("RSUs") to certain consultants.

On March 6, 2024, Jim Molyneux resigned from the board of directors of the Issuer.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

The Issuer drew down the 2nd tranche of \$100,000 in Notes from the previously announced Loan Agreement dated December 11, 2023 and it issued 2,600,000 Common shares at a price of \$0.05 per Common share. The conversion of the Notes into Common shares included a 10% repayment penalty fee and a 20% facilitation fee payable to the noteholders. The Common shares issued in satisfaction of the Notes were issued in accordance to NI 45-106 section 2.42(1) and are free trading from issuance.

The Issuer issued an aggregate of 250,000 RSUs to certain consultants pursuant to the Issuer's shareholder approved restricted share unit plan (the "RSU Plan"). The RSUs vested on issuance. Each RSU shall entitle the holder thereof to acquire one Common share of the Issuer by delivering a notice of acquisition to the Issuer in accordance with the RSU Plan. In accordance with the RSU Plan, the RSUs were priced at \$0.05 which was above the closing market price on March 12, 2024. The RSUs were awarded to two consultants who have agreed to restructure their compensation and receive RSUs in lieu of certain cash payments for future services.

The Issuer announced that Mr. Jim Molyneux has resigned from the Issuer's board of directors effective March 6, 2024 for personal reasons. Following Mr. Molyneux's

departure, the Issuer advised that it is in the process of identifying a qualified replacement director and will make any necessary announcements in due course.

**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**

March 22, 2024.