

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

Item 1 Name and Address

Lords & Company Worldwide Holdings Inc. (the “**Company**”)
800 – 1199 West Hastings Street
Vancouver, BC V6E 3T5

Item 2 Date of Material Change

May 23, 2023.

Item 3 News Release

The news release related to the Material Change was disseminated on the May 23, 2023 through the facilities of Stockwatch and subsequently filed on SEDAR.

Item 4 Summary of Material Change

May 23, 2022, the Company announced a significant executive change in its senior management structure. Geoff Balderson, the company’s Chief Financial Officer and Corporate Secretary, resigned from his position, effectively immediately. Geoff has agreed to make himself available to assist the Company to complete the 2022 audited financial statements.

In the interim, the current Chief Executive Officer (“CEO”) of Lords, Chris Farnworth, will be assuming the dual roles of CFO and Corporate Secretary. Mr. Farnworth will hold these positions until the company successfully finds a suitable candidate to fill these roles.

Item 5 Full Description of Material Change

See attached news release.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Chris Farnworth is knowledgeable about the material change and the Report and may be contacted at (604) 609-6171

Item 9 Date of Report

May 23, 2023.



& COMPANY

WORLDWIDE HOLDINGS INC

**A LIFESTYLE BRANDING COMPANY
CSE: LRDS | OTCQB: LRDSF | FSE: 4XM**

For Immediate Release

LORDS & COMPANY WORLDWIDE HOLDINGS CORP. ANNOUNCES RESIGNATION OF CFO & CORPORATE SECRETARY AND APPOINTMENT OF CEO AS INTERIM CFO AND CORPORATE SECRETARY

Vancouver, B.C May 23, 2023 – Lords & Company Worldwide Holdings Inc. (“Lords” or the “Company”) (CSE: LRDS) (OTCQB: LRDSF) (FSE: 4XM), today announced a significant executive change in its senior management structure. Geoff Balderson, the company’s Chief Financial Officer (“CFO”) and Corporate Secretary, has resigned from his position, effective immediately. Geoff has agreed to make himself available to assist the company to complete the 2022 audited financial statements.

In the interim, the current Chief Executive Officer (“CEO”) of Lords, Chris Farnworth, will be assuming the dual roles of CFO and Corporate Secretary. Mr. Farnworth will hold these positions until the company successfully finds a suitable candidate to fill these roles.

The board of directors, acknowledging the importance of a seamless transition, have promptly initiated a search for a new CFO and Corporate Secretary. The process is expected to be comprehensive, aiming to identify the right candidate who aligns with the company’s vision and mission.

On behalf of the entire board of directors and Lords as a whole, the company expresses its deep gratitude to Mr. Balderson for his significant contributions. The value he added during his tenure as CFO and Corporate Secretary has been much appreciated. The Company wishes him success in all his future endeavors.

About Lords & Company

Lords & Company Worldwide Holdings Inc. is a dynamic and innovative brand that develops, produces, and markets lifestyle apparel and CBD-infused wellness and natural health products. Through its proprietary eCommerce platform, the Company reaches B2B and B2C consumers across North America, South America, and Europe. With strong partnerships with fulfillment centers in Canada, the US, and Nicaragua, Lords has been able to expand its footprint in apparel, hemp, and health & wellness product markets, strategically positioning itself to capitalize on high-growth sectors. Lords' core strength lies in its engaged and loyal following, trusting its array of trusted brands.



A LIFESTYLE BRANDING COMPANY
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ON BEHALF OF LORDS & COMPANY WORLDWIDE HOLDINGS INC.

(signed) "Chris Farnworth" Chief Executive Officer

For further information, please contact:

Lords & Company Worldwide Holdings Inc.

<https://lordsholdings.com/>

Tel: 604-250-1060

This release includes certain statements that may be deemed "forward-looking statements". All statements in this release, other than statements of historical facts, that address events or developments that the Company expects to occur, are forward-looking statements including without limitation, expected growth and success of the Company. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance, and actual results may differ materially from those in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include regulatory actions, market prices, and continued availability of capital and financing, and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. Forward-looking statements are based on the beliefs, estimates, and opinions of the Company's management on the date the statements are made. Except as required by applicable securities laws, the Company undertakes no obligation to update these forward-looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change.

The Canadian Securities Exchange has not reviewed and does not accept responsibility for the accuracy or adequacy of this release.

ON BEHALF OF LORDS & COMPANY WORLDWIDE HOLDINGS INC.

(signed) "Chris Farnworth"

Chief Executive Officer

For further information, please contact:

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& COMPANY

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