

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

ITEM 1. NAME AND ADDRESS OF COMPANY

FTC Cards Inc. (the “Company”)
33157 Tunbridge Avenue
Mission, BC V2V 6X9

ITEM 2. DATE OF MATERIAL CHANGE

November 5, 2021

ITEM 3. NEWS RELEASE

The news release dated November 5, 2021 was filed on the Company’s SEDAR profile on November 5, 2021.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The company announced that it has closed the first tranche of a non-brokered private placement financing comprised of 1,528,000 common shares, at a price of C\$0.50 per Share, for gross proceeds of C\$764,000.00.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

Please refer to the Company’s news release dated November 5, 2021, which is attached as Schedule “A” to this Material Change Report.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR 7.1(3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

Not applicable.

ITEM 8. SENIOR OFFICER

Contact: Denise Landsberger, Corporate Secretary
Telephone: (778) 809-0250
Email: denise@vancouvercorporate.ca

ITEM 9. DATE OF REPORT

November 5, 2021

**SCHEDULE “A”
NEWS RELEASE**

FTC CARDS INC.
33157 Tunbridge Avenue
Mission, BC V2V 6X9

**FTC ANNOUNCES CLOSING OF FIRST TRANCHE OF NON-BROKERED
BRIDGE FINANCING**

Vancouver, BC – November 5, 2021 – FTC Cards Inc. (“**FTC Cards**”) is pleased to announce that, further to the news release dated September 27, 2021, it has closed the first tranche of a non-brokered private placement financing (the “**Bridge Financing**”). The first tranche of the Bridge Financing was comprised of 1,528,000 common shares (each, a “**Share**”), at a price of C\$0.50 per Share, for gross proceeds of C\$764,000.00.

It is expected that net proceeds from the Bridge Financing will be used by FTC for expenses related to the public listing transaction (the “**Transaction**”) with Beyond Oil Ltd. (“**Beyond Oil**”), for general working capital and for a secured loan to Beyond Oil (the “**Bridge Loan**”). It is expected that proceeds from the Bridge Loan will be used by Beyond Oil to begin implementing Beyond Oil’s business plan, for expenses related to the Transaction and for general working capital. For more information on the Transaction and Beyond Oil, see FTC’s news release dated September 27, 2021 that is available on its SEDAR profile at www.sedar.com.

All of the Shares issued pursuant to the Bridge Financing are subject to a statutory hold period ending on March 6, 2022. No finders’ fees or commissions were payable in connection with the Bridge Financing.

It is expected that the second and final tranche of the Bridge Financing, for additional gross proceeds of C\$486,000.00, will close in the near future.

ON BEHALF OF THE BOARD:

“Robert Kiesman”

CEO AND CHAIRMAN

For more information, contact:

Robert Kiesman
Tel: (604) 204-0164
robert@vancouvercorporate.ca

Forward-Looking Statements

This news release contains forward-looking statements relating to the timing and completion of the Transaction and other statements that are not historical facts. Forward-looking statements are often identified by terms such as “will”, “may”, “should”, “anticipate”, “expects” and similar expressions. All statements, other than statements of historical fact, included in this release are forward-looking statements that involve risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the expectations of FTC Cards including the failure to satisfy the conditions to completion of the Transaction and other risks detailed from time to time in the filings made by FTC Cards with securities regulators.

The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of FTC Cards. As a result, FTC Cards cannot guarantee that the Transaction will be completed on the terms disclosed herein or at all. The reader is cautioned not to place undue reliance on any forward-looking information. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The forward-looking statements contained in this news release are made as of the date of this news release and FTC Cards will only update or revise publicly any of the included forward-looking statements as expressly required by Canadian securities laws.