

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

**Item 1.**                    **Reporting Issuer**

Pushfor Investments Inc. (the “Company”)  
9648-128<sup>th</sup> Street, Suite 210  
Surrey, BC, V3T 2X9

**Item 2.**                    **Date of Material Change**

A material change took place on November 8, 2021.

**Item 3.**                    **Press Release**

On November 8, 2021, a news release in respect of the material change was disseminated by TheNewsWire and was subsequently filed on SEDAR. On November 19, 2021, a subsequent news release in respect of the material change was disseminated by TheNewsWire and was subsequently filed on SEDAR

**Item 4.**                    **Summary of Material Change**

The Company announced that it has entered into a definitive share purchase agreement with AFX Networks Inc., a shipping and logistics Blockchain platform focused on the trucking industry,

In consideration for the acquisition of 100% of the issued and outstanding shares of AFX Networks Inc. owned and controlled by Professional Trading Services S.A. (“PTS”), the Company has paid PTS as follows: (i) USD \$250,000 in cash and (ii) 15,000,000 common shares of the Company at a per-share price of \$0.10.

**Item 5.**                    **Full Description of Material Change**

Please refer to the news releases annexed to this Material Change Report as Schedule “A” and Schedule “B” for a full description of the material change.

**Item 6.**                    **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**Item 7.**                    **Omitted Information**

Not applicable.

**Item 8.**                    **Executive Officer**

Michael Noonan, Chief Financial Officer and Chief Executive Officer

**Item 9.**                    **Date of Report**

November 19, 2021.

*This material change report may include forward-looking statements that are subject to risks and uncertainties. All statements within, other than statements of historical fact, are to be considered forward looking. 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 or developments may differ materially from those in forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing, and general economic, market or business conditions. There can be no assurances that such statements will prove accurate and, therefore, readers are advised to rely on their own evaluation of such uncertainties. We do not assume any obligation to update any forward-looking statements except as required under the applicable law.*

Schedule A  
Press Release Dated November 8, 2021

## **PUSHFOR INVESTMENTS INC. CLOSES ACQUISITION OF AFX NETWORKS INC.**

Surrey, B.C., November 8, 2021, **Pushfor Investments Inc. (CSE: PUSH, OTC: PUSOF, FSX: 713)** (the “**Company**” or “**Pushfor**”) is pleased to announce that it has closed the share and asset acquisition of AFX Networks Inc. - dba American Freight X-change - (“**AFX**”), a shipping and logistics Blockchain platform focused on the trucking industry, in consideration of 15,000,000 shares of the Company at a per-share price of CAD \$0.10 and USD \$250,000 paid in cash at the closing. The AFX shares were acquired from Professional Trading Services S.A., a privately held corporation.

The trucking industry is the dominant freight model for hauling goods within North America and is essential for a growing global economy. Transportation companies are excellent problem solvers; however, many of these companies operate with 20 or fewer trucks. They simply do not have the capital or means to develop digital platforms that can provide seamless communications and digital interactions within the numerous trucking companies across the continent.

The AFX platform is a 3<sup>rd</sup> generation dedicated Blockchain application and is designed to remove the risk and streamline key ‘pain points’ of the North American trucking industry by eliminating data redundancy, allowing immediate payment settlements, mitigating fraud, supporting digital identification, and providing end-to-end supply chain visibility.

Employing the AFX digital smart contracts, a structured and secure repository of all information of the goods, compliance requirements, and carriers provides ease of validation and immediate payment as products are moved from source to final destinations even through multiple shipping companies.

“We recognize that Blockchain technologies are set to revolutionize transactions for the accounting, banking, and financial world,” stated Michael Noonan, President and CEO of Pushfor Investments Inc. “We believe the innovative AFX platform will provide customers superior ease-of-use and seamless integration into the multibillion-dollar transactional shipping and trucking infrastructure.”

“We are very pleased that Pushfor Investments has acquired AFX Networks and its shipping and logistics Blockchain platform, they will bring an additional level of expertise in the cyber and security space to further enhance the platform.” stated Carlo Civelli, Director of Professional Trading Services S.A. “We look forward to supporting Pushfor and AFX in this and future endeavours.”

### **Terms of Acquisition**

The acquisition of 100% of the issued and outstanding shares of AFX, along with any and all of AFX’s tangible and intangible property, has been completed for an aggregate sum of approximately USD \$1,450,000, payable as follows: the Company will remit the sum of USD \$250,000 upon closing and will transfer 15,000,000 common shares of Pushfor to AFX valued at a per-share price of CAD \$0.10, for a total share value of approximately USD \$1,200,000. The acquisition was negotiated at arm’s

length between the Company and Professional Trading Services S.A. There have been no finder's fees paid in connection with the acquisition.

### **About AFX Networks Inc.**

AFX is a freight logistics company that provides an integrated cloud platform ecosystem for various logistics verticals. The AFX proprietary network platform combines a seamless environment for our agents, customers and vendors to disrupt a fragmented industry sector.

### **About Pushfor Investments Inc.**

Pushfor invests in both public and private companies in the technology space, along with various other cutting-edge solutions in Canada and the United States. The Company's services involve giving investors a technology-based portfolio of the latest products in an integrated model as a cross-technology investment platform. The Company's common shares trade on the Canadian Securities Exchange ("CSE") under the symbol PUSH, in Europe on the Frankfurt Stock Exchange ("FSX") under the symbol 713 and in the United States on the over-the-counter market ("OTC") under the symbol PUSOF.

### **Cautionary Note Regarding Forward-Looking Statements**

All statements contained in this press release about anticipated future events constitute forward-looking statements. Forward-looking statements involve risks and uncertainties, as they reflect management's current beliefs and are based on information currently available to management. Actual results may differ materially from those anticipated in the statements made. The forward-looking statements are expressly qualified in their entirety by this cautionary statement. The forward-looking statements are made as of the date of this news release, and Pushfor assumes no obligation to update or revise them to reflect new events or circumstances except as expressly required by applicable securities law. Further information regarding the uncertainties and risks can be found in the disclosure documents filed by Pushfor with the securities regulatory authorities, available at [www.sedar.com](http://www.sedar.com).

### **On Behalf of the Board**

Michael D. Noonan

*Chief Executive Officer and Chief Financial Officer*

### **For further information:**

Tel: (604) 357-4730

Email: [info@pushinvesting.com](mailto:info@pushinvesting.com)

pushinvesting.com

Schedule B  
Press Release Dated November 19, 2021

## **PUSHFOR INVESTMENTS INC. PROVIDES CLARIFICATION ON THE NOVEMBER 8, 2021, ANNOUNCEMENT**

Surrey, B.C., November 19, 2021, **Pushfor Investments Inc. (CSE: PUSH, OTC: PUSOF, FSX: 713)** (the “**Company**” or “**Pushfor**”) wishes to retract disclosure and issue a clarifying statement on its announcement dated November 8, 2021.

The Company wishes to correct its previous disclosure and confirm that on November 8, 2021, the Company, Professional Trading Services S.A. (“**PTS**”) and AFX Networks Inc. (“**AFX**”) entered into a definitive share purchase agreement pursuant to which the Company has agreed to acquire 100% of the issued and outstanding shares of AFX owned and controlled by PTS for an aggregate sum of USD \$1,450,000, payable as follows upon the closing of the acquisition: the Company will remit the sum of USD \$250,000 and will transfer 15,000,000 common shares in the share capital of Pushfor to PTS valued at a per-share price of CAD \$0.10, for a total share value of approximately USD \$1,200,000 (the “**Acquisition**”). The Acquisition has been unanimously approved by the Company’s board of directors. The Acquisition is set to close in the coming days, subject to the satisfaction of customary closing conditions.

### **About AFX Networks Inc.**

AFX is a freight logistics company that provides an integrated cloud platform ecosystem for various logistics verticals. The AFX proprietary network platform combines a seamless environment for our agents, customers and vendors to disrupt a fragmented industry sector.

### **About Pushfor Investments Inc.**

Pushfor invests in both public and private companies in the technology space, along with various other cutting-edge solutions in Canada and the United States. The Company’s services involve giving investors a technology-based portfolio of the latest products in an integrated model as a cross-technology investment platform. The Company’s common shares trade on the Canadian Securities Exchange (“**CSE**”) under the symbol PUSH, in Europe on the Frankfurt Stock Exchange (“**FSX**”) under the symbol 713 and in the United States on the over-the-counter market (“**OTC**”) under the symbol PUSOF.

### **Cautionary Note Regarding Forward-Looking Statements**

All statements contained in this press release about anticipated future events constitute forward-looking statements. Forward-looking statements involve risks and uncertainties, as they reflect management's current beliefs and are based on information currently available to management. Actual results may differ materially from those anticipated in the statements made. The forward-looking statements are expressly qualified in their entirety by this cautionary statement. The forward-looking

statements are made as of the date of this news release, and Pushfor assumes no obligation to update or revise them to reflect new events or circumstances except as expressly required by applicable securities law. Further information regarding the uncertainties and risks can be found in the disclosure documents filed by Pushfor with the securities regulatory authorities, available at [www.sedar.com](http://www.sedar.com).

**On Behalf of the Board**

Michael D. Noonan

*Chief Executive Officer and Chief Financial Officer*

**For further information:**

Tel: (604) 357-4730

Email: [info@pushinvesting.com](mailto:info@pushinvesting.com)

pushinvesting.com