

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

Item 1 Name and Address of Company

Liquid Avatar Technologies Inc. (the “**Company**”)
7030 Woodbine Avenue, Suite 500
Markham, Ontario L3R 6G2

Item 2 Date of Material Change

May 3, 2022

Item 3 News Release

A news release in respect of the material change was disseminated through the facilities of Accesswire on May 3, 2022 and subsequently filed on SEDAR.

Item 4 Summary of Material Change

On May 3, 2022, the Company appointed Craig McCannell as Chief Financial Officer, effective May 4, 2022, succeeding Dave Carter.

On May 3, 2022, the Company announced the appointments of Ms. Andra Enescu and Mr. Steven Hollerbach to the Board of Directors, and the resignation of Mr. Houssam Kawtharani.

Item 5 Full Description of Material Change

On May 3, 2022, the Company appointed Craig McCannell as Chief Financial Officer, effective May 4, 2022. With over 20 years of professional experience, Mr. McCannell has been providing financial accounting consulting services to the Company since 2020 and is a natural to take the post of Chief Financial Officer. Mr. McCannell has provided CFO services to both privately held Fintech and Technology companies, as well as publicly traded technology focused companies both in Canada and the United States. Mr. McCannell spent nearly 11 years at Ernst & Young LLP and has been a Chartered Professional Accountant in good standing since 2002.

On May 3, 2022, the Company announced the appointments of Ms. Andra Enescu and Mr. Steven Hollerbach to the Board of Directors. At the same time, the resignation of Mr. Houssam Kawtharani was accepted.

Ms. Enescu is a securities lawyer and leadership executive who specialized in authentically building, creating and driving value for organizations with the ability to take them from seed to sale. Ms. Enescu is a highly adept and versatile forward thinker who takes a holistic and strategic approach to structuring and developing scalable frameworks in emerging industries. She is highly accomplished and a proven change agent with international experience in facilitating M&A transactions, as well as skilled in capital raising, management and corporate development.

Mr. Hollerbach is currently the Vice President of Trading and Optimization at Pilot Corporation. Steve has thirty-two years of experience in various roles in the energy industry at UOP, Tosco, ConocoPhillips, Noble Americas and most recently Pilot. Steve has held a variety of different positions on the production side of the energy business including technical service, process engineering, research and development and project engineering but has spent the last twenty years of his career in the commercial trading side of the energy business. While at Noble Americas and Pilot Corporation, Steve started up two international commodity trading offices in Houston.

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

Lynn Cumiskey
Chief Compliance Officer
lynn.cumiskey@liquidavatar.com
647 725-7742

Item 9 Date of Report

May 9, 2022