

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

Item 1. **Name and Address of Reporting Issuer**

CleanGo Innovations Inc. (the “Company”)

Suite 1100-1111 Melville Street  
Vancouver, BC V6E 2V6

Item 2. **Date of Material Changes**

December 22, 2023

Item 3. **News Releases**

A news release announcing the material change was disseminated on December 22, 2023 through Newswire’s distribution network and a copy filed on the Company’s SEDAR+ profile at [www.sedarplus.ca](http://www.sedarplus.ca).

Item 4. **Summary of Material Changes**

On December 22, 2023, the Company announced that it closed a non-brokered private placement pursuant (the “**Offering**”) pursuant to the listed issuer financing exemption under Part 5A of National Instrument 45-106 - Prospectus Exemptions (the “**LIFE Exemption**”), by issuing 835,564 units (each, a “**Unit**”) at a price of \$0.60 per Unit for aggregate gross proceeds of \$501,338.60. The Company filed a Form 45-106F19 offering document (the “**Offering Document**”) on October 26, 2023, as amended on November 16, 2023, relating to the Offering. The amended Offering Document may be accessed under the Company’s profile at [www.sedarplus.ca](http://www.sedarplus.ca) and on the Company's website <https://www.cleangoinnovations.com/>.

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

On December 22, 2023, the Company announced that it closed the Offering.

Pursuant to the Offering, each Unit consisted of one common share in the capital of the Company (each, a “**Common Share**”) and one Common Share purchase warrant (each, a “**Warrant**”). Each Warrant entitles the holder thereof to acquire one additional Common Share at an exercise price of CAD\$0.90 per Common Share for a period of 36 months from the date of issuance.

The Units issued in the Offering are not subject to any statutory hold period under applicable Canadian securities laws, subject to limitations prescribed by the LIFE Exemption.

The Company plans to use the proceeds from the Offering to fund the development and running of pilot industrial programs, to fund equipment and stock purchases to further develop the Company’s product offerings and for general working capital purposes, as more specifically detailed in the Offering Document.

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

Not applicable.

Item 7. **Omitted Information**

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

Item 8. **Executive Officer**

Anthony Sarvucci  
Chief Executive Officer  
info@cleangreengo.com  
1 949 200 65343

Item 9. **Date of Report**

December 22, 2023