

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

G2 Technologies Corp. (formerly Green 2 Blue Energy Corp.) (the “**Company**”)
1105 – 808 Nelson Street, Box 12101
Vancouver, British Columbia, V6Z 2H2

Item 2 Date of Material Change

October 21, 2021

Item 3 News Release

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated through the news dissemination services of the Newswire on November 2, 2021. A copy of the news release was filed on SEDAR.

Item 4 Summary of Material Change

The Company announced pursuant to the terms and conditions of the purchase and sale agreement (the “**PSA**”) entered into between the Company and TriVista Oil Co. LLC (“**TriVista**”), as previously announced on August 24, 2021. The Company has delivered to TriVista a notice of default (the “**Default Notice**”) and has given TriVista notice of its pre-emptive termination of the PSA.

In addition, the Company completed the formation of three new subsidiaries in both Canada and the US in order to facilitate an oil and gas transaction. The subsidiaries will be registered as holding companies, in Canada with the name “G2 Energy USA Corp” and in the USA as “G2 Energy Holding US Inc.” and “G2 Energy TX1 Inc.” to facilitate future transactions in Texas.

Furthermore, The Company announced it has reserved the name of G2 Energy Corp. with the BC Registrar of Companies and intends to change the company name from G2 Technologies Corp. to G2 Energy Corp. (the “**Name Change**”) in the near future to reflect its new focus in the energy sector.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced it has reserved the name of G2 Energy Corp. with the BC Registrar of Companies and intends to change the company name from G2 Technologies Corp. to G2 Energy Corp. (the “**Name Change**”) in the near future to reflect its new focus in the energy sector. The Company will provide additional information on this matter in due course.

In addition, the Company has completed the formation of three new subsidiaries in both Canada and the US in order to facilitate an oil and gas transaction. The subsidiaries will be registered as holding companies, in Canada with the name “G2 Energy USA Corp” and in the USA as “G2 Energy Holding US Inc.” and “G2 Energy TX1 Inc.” to facilitate future transactions in Texas.

The Company would like to provide an update pursuant to the terms and conditions of the purchase and sale agreement (the “**PSA**”) entered into between the Company and TriVista Oil Co. LLC (“**TriVista**”), as previously announced on August 24, 2021. The Company has delivered to TriVista a notice of default (the “**Default Notice**”) and has given TriVista notice of its pre-emptive termination of the PSA.

Pursuant to the Default Notice, the Company alleges certain title defects, certain defaults and certain misrepresentations by TriVista of its obligations under the PSA, dated August 23, 2021 entered into between the Company and TriVista. As a result of the alleged title defects, defaults and misrepresentations specified in the Default Notice, the Company has terminated the PSA and has provided written instruction to the escrow agent (the “**Escrow Agent**”) pursuant to the escrow agreement (the “**Escrow Agreement**”) entered into between the Company, TriVista and the Escrow Agent on September 7, 2021, to immediately pay to the Company the deposit amount of US\$400,000 (the “**Deposit**”).

See the full news release attached hereto as Schedule “A”.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Slawek Smulewicz, Chief Executive Officer
Tel: 778-775-4985

Item 9 Date of Report

November 2, 2021.



G2 Technologies Corp. Initiates Changes in Corporate Structure and Acquisition Targets

November 2, 2021 (Vancouver, BC): G2 Technologies Corp. (CSE:GTOO, OTCQB:GTGEF, FWB:1NZ.F) (the “Company” or “G2”) announces today it has reserved the name of G2 Energy Corp. with the BC Registrar of Companies and intends to change the company name from G2 Technologies Corp. to G2 Energy Corp. (the “Name Change”) in the near future to reflect its new focus in the energy sector. The Company will provide additional information on this matter in due course.

In addition, the Company has completed the formation of three new subsidiaries in both Canada and the US in order to facilitate an oil and gas transaction. The subsidiaries will be registered as holding companies, in Canada with the name “G2 Energy USA Corp” and in the USA as “G2 Energy Holding US Inc.” and “G2 Energy TX1 Inc.” to facilitate future transactions in Texas.

The Company would like to provide an update pursuant to the terms and conditions of the purchase and sale agreement (the “PSA”) entered into between the Company and TriVista Oil Co. LLC (“TriVista”), as previously announced on August 24, 2021. The Company has delivered to TriVista a notice of default (the “Default Notice”) and has given TriVista notice of its pre-emptive termination of the PSA.

Pursuant to the Default Notice, the Company alleges certain title defects, certain defaults and certain misrepresentations by TriVista of its obligations under the PSA, dated August 23, 2021 entered into between the Company and TriVista. As a result of the alleged title defects, defaults and misrepresentations specified in the Default Notice, the Company has terminated the PSA and has provided written instruction to the escrow agent (the “Escrow Agent”) pursuant to the escrow agreement (the “Escrow Agreement”) entered into between the Company, TriVista and the Escrow Agent on September 7, 2021, to immediately pay to the Company the deposit amount of US\$400,000 (the “Deposit”).

“The Company is planning to proceed with another acquisition that has been identified and evaluated already.” stated Slawek Smulewicz, CEO of G2 Technologies Corp. He further stated, “additional information will be provided in the near future”.

On Behalf of the Board,

“Slawek Smulewicz”

Slawek Smulewicz
Chief Executive Officer and Director
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About G2 Technologies Corp.

[G2 Technologies Corp.](#) is focused on developing opportunities in the energy sector. G2's head office is located in Vancouver, Canada.

The Canadian Securities Exchange has neither approved nor disapproved the information contained herein.

Forward-Looking Statements Caution. This news release includes 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. The Company provides forward-looking statements for the purpose of conveying information about current expectations and plans relating to the future and readers are cautioned that such statements may not be appropriate for other purposes. By its nature, this information is subject to inherent risks and uncertainties that may be general or specific and which give rise to the possibility that expectations, forecasts, predictions, projections or conclusions will not prove to be accurate, that assumptions may not be correct and that objectives, strategic goals and priorities will not be achieved. These risks and uncertainties include but are not limited to, the Company's ability to complete the Financing, to raise sufficient capital in order to close the acquisition announced in the Company's news release dated August 24, 2021 and other risks and uncertainties identified and reported in the Company's public filings under the Company's SEDAR profile at www.sedar.com. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise unless required by law.