

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

**Item 1. Name and Address of Company**

NetCents Technology Inc. (“NetCents” or the “Company”)  
350 – 375 Water Street  
Vancouver, British Columbia  
V6B 5C6

**Item 2. Date of Material Change**

July 5, 2022

**Item 3. News Release**

The Company disseminated a news release on July 5, 2022, and subsequently filed a copy on these.com and sedar.com (the “News Release”).

**Item 4. Summary of Material Change**

On July 5, 2022, the Company announced its partnership with His Highness Sheikh Mohammed Bin Maktoum Bin Juma Al Maktoum through his private office Shaikh Mohammed Maktoum Juma Al Maktoum Investment (MBM).

The Company further announced that it has obtained Dubai Economic Department PSP licensing and the blessing and review of the Central Bank of the UAE to conduct business.

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

**5.1 Full Description of Material Change**

The Company announced its partnership with His Highness Sheikh Mohammed Bin Maktoum Bin Juma Al Maktoum through his private office Shaikh Mohammed Maktoum Juma Al Maktoum Investment (MBM) and that it has obtained Dubai Economic Department PSP licensing and the blessing and review of the Central Bank of the UAE to conduct business.

**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 Officers**

Clayton Moore  
CEO  
Tel.: (604) 633-9967

**Item 9. Date of Report**

August 4, 2022