

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

NetCents Technology Inc. (“NetCents” or the “Company”)
9th Floor – 1021 West Hastings Street
Vancouver BC
V6C 2R6

Item 2. Date of Material Change

November 14, 2022

Item 3. News Release

The Company disseminated a news release on November 14, 2022, and subsequently filed a copy on www.sedar.com (the “News Release”).

Item 4. Summary of Material Change

The Company announced the resignation of Mr. Colin Sutherland as Interim Chief Financial Officer of the Company effective November 14, 2022.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced the resignation of Mr. Colin Sutherland as Interim Chief Financial Officer of the Company effective November 14, 2022.

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

None.

Item 8. Executive Officers

Clayton Moore CEO
Tel.: (604) 558-5199

Item 9. Date of Report

November 16, 2022