

FORM 51-102F3
Material Change Report

Item 1: Name and Address of Company

Perk Labs Inc. (the “**Issuer**” or “**Company**” or “**Perk**”)
997 Seymour St. – Suite 250
PMB 955
Vancouver, BC V6B 3M1

Item 2: Date of Material Change

July 5 and July 13, 2023

Item 3: News Release

The news releases attached as Exhibit “A” and Exhibit “B” hereto were issued and disseminated by Accesswire and filed on SEDAR (www.sedar.com) on July 7th and July 14th, 2023.

Item 4: Summary of Material Change

Patrick Power resigned as a director of the Company on July 5, 2023.

Jonathan Hoyles resigned as a director and Chief Legal Officer of the Company, effective July 13, 2023.

Item 5: Full Description of Material Change

Following the Company’s annual general meeting on July 5, 2023, and in accordance with the Company’s majority voting policy, Patrick Power submitted his resignation to the Company’s Board of Directors. After review and consideration, the Board accepted Mr. Power’s resignation.

Jonathan Hoyles, Chief Legal Officer and Director, resigned from the Company effective July 13, 2023 to pursue another opportunity.

The full news releases are attached as Exhibit “A” and Exhibit “B”.

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

Not applicable.

Item 7: Omitted Information

None

Item 8: Executive Officer

Ryan Hardy, CEO and a Director
Telephone: 1-855-288-6044

Item 9: Date of Report

July 17, 2023



Perk Labs Announces Voting Results Following its Annual General Meeting

Vancouver, Canada / July 7, 2023 / Perk Labs Inc. (CSE: PERK / OTCQB: PKLBF / FKT: PKLB) (“Perk” or the “Company”), the company that specializes in ordering and payment technology, is pleased to announce the voting results from its Annual General Meeting of Shareholders (the “Meeting”), held on July 5, 2023, at 997 Seymour Street, Suite 250, Vancouver, British Columbia Canada V6B 3M1.

The voting results for each nominee are as follows:

| | Votes For | % of Votes Cast - For - | Votes Withheld | % of Votes Cast - Withheld - |
|-----------------|-------------|----------------------------|----------------|---------------------------------|
| Kirk Herrington | 111,445,937 | 80.84% | 26,420,249 | 19.16% |
| Larry Timlick | 124,015,754 | 89.95% | 13,850,432 | 10.05% |
| Patrick Power | 48,413,615 | 35.12% | 89,452,571 | 64.88% |
| Ryan Hardy | 134,766,457 | 97.75% | 3,099,729 | 2.25% |
| Benoit Lacroix | 124,349,235 | 90.20% | 13,516,951 | 9.80% |
| Jonathan Hoyles | 117,077,867 | 84.92% | 20,788,319 | 15.08% |

As a result, Kirk Herrington, Larry Timlick, Ryan Hardy, Ben Lacroix and Jonathan Hoyles were elected as directors of the Corporation to serve until the close of the next annual meeting of shareholders of the Corporation, or until their successors are elected or appointed.

In accordance with the Corporation's majority voting policy, Patrick Power has submitted his resignation to the Board. After review and consideration, the Board has accepted Mr. Power's resignation. The Company thanks Mr. Power for his service and wishes him well in his future endeavours.

In addition, the Company reports that ordinary resolutions: (i) to fix the number of directors of the Company at six (6); and (ii) to appoint Welch LLP as the Company's auditor for the fiscal year ending November 30, 2023 and to authorize the Board of Directors to fix the remuneration to be paid to the auditor; was passed by a majority of the votes represented at the Meeting.

Voting results on all matters voted on at the Meeting will be filed on SEDAR at www.sedar.com.

About Perk Labs Inc.

Perk Labs, the owner of Getit Technologies Inc. and Perk Hero Software Inc, specializes in technology, logistics, and connecting communities. Our digital payments and loyalty software empowers merchants to optimize their business and customer journey. Our marketplace and driver network connects and supports their business with additional sales and flexible last mile delivery options.

For more information about Perk Labs, please visit www.perklabs.io.

For more information contact:

Ryan Hardy
CEO
Perk Labs Inc.
(833) 338-0299
investors@perklabs.io

Forward-Looking Statements

This press release contains forward-looking information or forward-looking statements (collectively "forward-looking information") within the meaning of applicable securities laws. Forward-looking information is typically identified by words such as: "may", "believe", "thinks", "expect", "exploring", "expand", "could", "anticipate", "intend", "estimate", "plan", "pursue", "potentially", "projected", "should", "will" and similar expressions, or are those, which, by their nature, refer to future events. These forward-looking statements, which involve risks and uncertainties, relate to, among other things, the discussion of the Company's business strategies and its expectations concerning future operations. Although the Company considers these forward-looking statements to be reasonable based on information currently available to it, they may prove to be incorrect, and the forward-looking statements in this release are subject to numerous risks, uncertainties, and other factors that may cause future results to differ materially from those expressed or implied in such forward-looking statements. The Company cautions investors that any forward-looking information provided by the Company is not a guarantee of future results or performance and that actual results may differ materially from those in forward-looking statements. Undue reliance should not be placed on such forward-looking information, as there can be no assurance that the plans, intentions, or expectations upon which they are based will occur.



Perk Labs Announces Proposed Non-Brokered Private Placement and Announces Resignation of CLO and Director

Vancouver, Canada / Friday, July 14, 2023 / Perk Labs Inc. (CSE:PERK / OTCQB:PKLBF / FKT:PKLB) ("Perk" or the "Company") the company that specializes in ordering and payment technology, today announced that it is proposing a non-brokered private placement of units and convertible debentures. Additionally, the Company announced the resignation of Jonathan Hoyles, Chief Legal Officer and Director, who will be leaving Perk Labs to pursue another opportunity.

Private Placement of Units

The Company is proposing a non-brokered private placement of up to 6,250,000 units ("Units") at a price of \$0.016 per Unit for gross proceeds of up to \$100,000. Each Unit will consist of one common share of the Company (a "Common Share") and one Common Share purchase warrant (a "Warrant"). Each Warrant will entitle the holder to purchase one additional Common Share at a price of \$0.05 per Common Share for a period of 24 months from the Closing (as defined below).

Private Placement of Convertible Debentures

Perk Labs also announced today that it is proposing a non-brokered private placement of convertible debentures for gross proceeds of up to \$250,000. The convertible debentures will be offered on varying terms, including interest rates ranging from 5% to 15% and differing acceleration terms and maturity dates specific to the terms of each convertible debenture agreement.

The convertible debentures will be convertible into common shares of Perk Labs at a conversion price of \$0.05 per share, subject to the terms and conditions set forth in the specific convertible debenture agreement.

The private placement of the Units and the convertible debentures is expected to close on or before August 24, 2023 (the "Closing"). The Closing is subject to customary closing conditions, including, but not limited to, the receipt of all necessary approvals. All securities issued pursuant to the private placement will be subject to a statutory hold period of four months and one day following the Closing. The Company intends to use the net proceeds from the private placements for general working capital purposes, accounts payable, and employee salaries.

Resignation of Jonathan Hoyles

Perk Labs also announced the resignation of Jonathan Hoyles, Chief Legal Officer and Director, effective July 13, 2023. Jonathan has decided to pursue another opportunity, and his departure from Perk Labs is amicable. The Company would like to express its gratitude for Jonathan's valuable contributions during his tenure and wishes him success in his future endeavors. The Company is currently in the process of evaluating potential candidates to fill the vacancies on the board of directors.

"Jonathan has played an integral role in the evolution of Perk Labs', including his invaluable contributions to the successful merger with Getit Technologies, and we sincerely appreciate his dedication and significant impact," stated Perk Labs' CEO Ryan Hardy. "As Jonathan embarks on a new professional endeavour, we extend our best wishes for his continued success. Perk Labs remains committed to its strategic vision and will focus on delivering innovative ordering and payment solutions for enterprise clients and driving value for our stakeholders."

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For more information, contact:

Ryan Hardy

CEO

(833) 338-0299

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Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

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