

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
Vancouver, BC V6B 3M1

Item 2: Date of Material Change

April 3, 2024

Item 3: News Release

The news release attached as Exhibit "A" hereto was issued and disseminated by Accesswire and filed on SEDAR+ (www.sedarplus.ca) on April 4, 2024.

Item 4: Summary of Material Change

The Company announced that its principal regulator, the British Columbia Securities Commission, has accepted the Company's application for, and has granted, a management cease trade order (the "MCTO"). The Company applied for the MCTO due to a delay in the filing of the Company's annual financial statements and accompanying management's discussion and analysis for the fiscal year ended November 30, 2023 (the "Annual Filings"), which were due on April 1, 2024.

Item 5: Full Description of Material Change

The delay in the Annual Filings is a result of complexities arising from the Company's merger in 2023 and the subsequent change in auditors. The Company is working diligently with the auditors to complete the audit of the November 30, 2023, financial statements as quickly as possible and the Company expects to file the Annual Filings before May 31, 2024.

During the MCTO, investors will continue to be able to trade in common shares in the capital of the Company. However, the MCTO restricts the Chief Executive Officer and Chief Financial Officer from all trading in securities of the Company until such time as the Annual Filings have been filed by the Company and the MCTO has been lifted. The MCTO does not affect the ability of other shareholders of the Company to trade in securities of the Company.

Until the Company files the Annual Filings, it will comply with the alternative information guidelines set out in National Policy 12-203 – Management Cease Trade Orders. The guidelines, among other things, require the Company to issue bi-weekly default status reports by way of a news release until such time as the Annual Filings have been filed.

The full news release is attached as Exhibit "A".

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: 1-833-338-0299

Item 9: Date of Report

April 4, 2024



Perk Labs Inc. Granted MCTO

Vancouver, Canada / April 4, 2024 / [Perk Labs Inc.](#) (CSE:PERK) (OTCPINK:PKLBF) (FKT:PKLB) ("Perk" or the "Company"), announces that, further to its news release dated March 15, 2024 (the "Announcement"), its principal regulator, the British Columbia Securities Commission, has accepted the Company's application for, and has granted, a management cease trade order (the "MCTO"). As previously announced, the Company applied for the MCTO due to a delay in the filing of the Company's annual financial statements and accompanying management's discussion and analysis for the fiscal year ended November 30, 2023 (the "Annual Filings"), which were due on April 1, 2024.

During the MCTO, investors will continue to be able to trade in common shares in the capital of the Company. However, the MCTO restricts the Chief Executive Officer and Chief Financial Officer from all trading in securities of the Company until such time as the Annual Filings have been filed by the Company and the MCTO has been lifted. The MCTO does not affect the ability of other shareholders of the Company to trade in securities of the Company.

The Company and its auditors continue to work diligently toward completing the Annual Filings as soon as possible. The Company expects that it will be in a position to file the Annual Filings on or before May 31, 2024.

Until the Annual Filings are filed, the Company intends to comply with the provisions of the alternative information guidelines as set out in National Policy 12-203 – *Management Cease Trade Orders* ("NP 12-203") for as long as it remains in default, including the issuance of bi-weekly default status reports in the form of a news release.

The Company confirms that since the date of the Announcement: (i) there has been no material change to the information set out in the Announcement that has not been generally disclosed; (ii) there has not been any other specified default by the Company under NP 12-203; (iii) the Company is not subject to any insolvency proceedings; and (iv) there is no material information concerning the affairs of the Company that has not been generally disclosed.

About Perk Labs Inc.

Perk Labs Inc., (CSE: PERK) (OTCPINK: PKLBF) (FKT: PKLB), the owner of Getit Technologies Inc. and Perk Hero Software Inc. ("Perk Labs"), provides innovative mobile ordering and payment systems, allowing customers the ability to scan a QR code or NFC sticker to order and pay for their purchases directly from their phone. Perk Labs specializes in providing a single unified payment interface for complex purchase environments – environments that have multiple retailers processing an array of different transactions, including food and beverage purchases, merchandise sales, ticketing, registrations, donations, parking fees, and service payments. Perk Labs provides a custom-branded solution that is ideal for multi-transaction brands such as stadiums and arenas, university and college campuses, conference centers, hotels and resorts, festivals and events, and professional service companies.

For more information, contact:

Ryan Hardy

CEO

(833) 338-0299

investors@getittechnologies.io

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.

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, and expectations of future revenues for the Company. 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.

SOURCE: Perk Labs Inc.