

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

**Item 1 Name and Address of Company**

Glorious Creation Limited (the “**Company**”)  
10<sup>th</sup> Floor, 595 Howe Street  
Vancouver, BC V6C 2T5

**Item 2 Date of Material Change**

November 24, 2023.

**Item 3 News Release**

The news release dated November 29, 2023 was disseminated through the news dissemination services of Stockwatch on November 29, 2023.

**Item 4 Summary of Material Change**

The Company has terminated the definitive business combination agreement dated July 30, 2023 (the “**Agreement**”) with Aeroponics Integrated Systems Inc. (“**AeroBloom**”) for the acquisition of all of the issued and outstanding common shares of AeroBloom (the “**Transaction**”).

The Company also announced the appointment of a new Chief Executive Officer and a new director.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

The Company has terminated the Agreement with AeroBloom for the Transaction.

On November 1, 2023, the Company provided AeroBloom with a notice of breach of the Agreement (the “**Notice**”) on the basis that AeroBloom failed to use commercially reasonable efforts to obtain and furnish to the Company, as soon as practicable but in any event on or before October 31, 2023, the information and financial statements with respect to AeroBloom (the “**AeroBloom Information**”) required to be included in the Company’s information circular necessary to obtain approval of the Transaction from the Company’s shareholders under applicable Canadian securities laws.

The failure of AeroBloom to provide the Company with the AeroBloom Information constituted a breach of the Agreement and entitled the Company to terminate the Agreement, at its sole option, unless the breach was cured within 15 business days of the Notice. AeroBloom failed to cure the breach within the required period and the Company terminated the Agreement.

Pursuant to the Agreement, the Company has received a termination fee of US\$1,000,000 from the escrowed proceeds.

The Company expects that in due course the trading in its shares will resume on the Canadian Securities Exchange (the “CSE”) and that the Company will continue to be designated an inactive issuer by the CSE. In addition, the Company plans to continue examining new potential acquisitions and other opportunities.

On November 28, 2023, Liam Corcoran has resigned as the Chief Executive Officer of the Company and Nicholas Luksha, a director of the Company, has been appointed as the Chief Executive Officer in place of Mr. Corcoran. In addition, on November 28, 2023, Constantine Carmichael has been appointed as a director of the Company.

5.2 *Disclosure for Restructuring Transactions*

N/A

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

N/A

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Nicholas Luksha, CEO and director, 604.428.7050

**Item 9 Date of Report**

November 29, 2023