

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

**Item 1            Name and Address of Company**

Chemesis International Inc. (the “Company”)  
P.O. Box 17559  
Vancouver, BC V6E 0B2

**Item 2            Date of Material Change**

July 21, 2022

**Item 3            News Release**

The Company disseminated a news release announcing the material change described herein through the news dissemination services of Globe Newswire on July 21, 2022, and a copy was subsequently filed on SEDAR.

**Item 4            Summary of Material Change**

The Company announced that, in connection with the Company’s contemplated change of business to a mineral resource issuer, Edgar Montero has resigned as Chief Executive Officer of the Company. Current Chairman and Director of the Company, Aman Parmar, has been appointed as Interim Chief Executive Officer to fill the vacancy.

**Item 5            Full Description of Material Change**

**5.1                Full Description of Material Change**

The Company announced that, in connection with the Company’s contemplated change of business to a mineral resource issuer, Edgar Montero has resigned as Chief Executive Officer of the Company. Current Chairman and Director of the Company, Aman Parmar, has been appointed as Interim Chief Executive Officer to fill the vacancy.

Mr. Parmar is an experienced corporate executive and Chartered Professional Accountant who has worked with companies in mineral resources, oil and gas, energy, health care, manufacturing, and real estate sectors. He has extensive experience in capital markets and has been involved in corporate restructurings and financings for both public and private companies during his career.

**5.2                Disclosure for Restructuring Transactions**

Not applicable.

**Item 6            Reliance on Subsection 7.1(2) of National Instrument 51-102**

This report is not being filed on a confidential basis.

**Item 7            Omitted Information**

There are no significant facts required to be disclosed herein which have been omitted.

**Item 8            Executive Officer**

For further information, please contact Eli Dusenbury, Chief Financial Officer of the Company, at 604-398-3378 or via email to [ir@chemesis.com](mailto:ir@chemesis.com).

**Item 9            Date of Report**

July 22, 2022