

Form 51-102F3
Material Change Report

1. Name and Address of Company

Direct Communication Solutions, Inc. (the “Company”)
17150 Via Del Campo #200
San Diego, CA 92127

2. Date of Material Change

January 10, 2022

3. News Release

A news release was issued on January 10, 2022, and disseminated through Canada Stockwatch, Market News and filed under the Company’s profile on the website of the Canadian Securities Exchange.

4. Summary of Material Change

Direct Communication Solutions announces the appointment of a new member of its Board of Directors.

5. Full Description of Material Change

Direct Communication Solutions, Inc. (CSE: DCSI) a leading provider of information technology solutions for the Internet of Things (IoT) market, announces that it has appointment Konstantin Lichtenwald as a member of its Board of Directors.

Konstantin Lichtenwald has over 15 years of finance and accounting experience including public company compliance, corporate finance, accounting and financial management, initial public offering, reverse takeover services and micro-cap uplisting. Mr. Lichtenwald has lived and worked in multiple jurisdictions including Germany, Australia and Canada. Konstantin currently holds director or officer position of a number of publicly listed companies, including Banxa Holding Inc. (TSXV: BNXA), Surge Battery Metal Inc. (TSXV:NILI) and Element79 Gold Corp.(CSE:ELEM). Konstantin earned his Bachelor of Business Administration degree from Pforzheim University, Germany, and holds the professional designation of chartered professional accountant (CPA, CGA). He is a member of the Chartered Professional Accountants of British Columbia as well as the Chartered Professional Accountants of Canada.

In December 2021, DCS entered into an agreement with Zeus Capital Ltd (“Zeus”) to assist the Company with corporate finance and strategic initiatives. Konstantin Lichtenwald is a principal of Zeus Capital.

Further, to the Company’s news release of December 23, 2021, the Company will not be proceeding with the grant of 140,000 options.

Zeus Capital shall receive 500,000 shares of common stock on January 10, 2022 at a deemed price of \$0.52 per common share. Further, in the future Zeus shall be entitled to the issuance of

500,000 common shares upon the successful listing of the common stock on NASDAQ. Grant of the shares of common stock is subject to the approval of the CSE.

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

Not applicable

7. Omitted Information

Not applicable

8. Executive Officer

Chris Bursey
CEO
Tel: (858) 798-7100

9. Date of Report

January 10, 2022