

FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

LUXXFOLIO Holdings Inc. (the “Company”)
212 – 1080 Mainland Street
Vancouver, British Columbia V6B 2T4

2. Date of Material Change

March 18, 2021

3. News Release

The Company disseminated a news release in respect of the material change on March 19, 2021, through the newswire services of Baystreet.com and Stockwatch.com. The news release was filed on SEDAR on March 19, 2021.

4. Summary of Material Change

The Company signed an amendment to extend the Term Sheet Expiry Date of its binding term sheet with WestBlock Capital Inc. (“WestBlock”) to April 2, 2021 and proposes the issuance of share purchase warrants upon the closing of the Acquisition.

5.1 Full Description of Material Change

On March 18, 2021, the Company signed an amendment to extend the Term Sheet Expiry Date of its binding term sheet with WestBlock Capital Inc. (“WestBlock”) to acquire the issued and outstanding shares of WestBlock (the “Acquisition”) to April 2, 2021. The Company proposes to issue 5,000,000 share purchase warrants (the “Warrants”). As previously disclosed, 2,500,000 of the Warrants will be issued to WestBlock shareholders upon closing of the Acquisition. The Company proposes to issue the remaining 2,500,000 Warrants to new principals it intends to hire upon the closing of the Acquisition. Each Warrant will be exercisable for one common share of the Company for a period of 24 months from the date of issue at a price of \$0.40 per share if exercised in the first 12 months and \$0.50 per share if exercised thereafter.

5.2 Disclosure for Restructuring Transaction

Not applicable.

6. Reliance on subsection 7.1(2) of National Instrument 51.102

This report is not being filed on a confidential basis

7. Omitted Information

No significant facts required to be disclosed have been omitted.

8. Executive Officer

For further information contact:

Name: Dean Linden

Officer: Chief Executive Officer

Telephone: (604) 398-3837 or (425) 449-9442

9. Date of Report

March 19, 2021