

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Lynx Global Digital Finance (“Lynx” or the “Company”)
303 - 595 Howe Street
Vancouver, B.C.
V6C 2T5

Item 2. Date of Material Change

November 28, 2022

Item 3. News Release

The Company disseminated a news release on October 29, 2022, and subsequently filed a copy on www.sedar.com (the “News Release”).

Item 4. Summary of Material Change

The Company provided an update on the progress of its December 31, 2021 financial statements, announced its signing of a Letter of Intent with the shareholders and Management of Vasu International Payments Systems to sell the organization back to them and further announced the resignation of Christopher Aldaba as a Director of the Company.

Item 5. Full Description of Material Change

5.1

The Company provided an update on its audit for the period ended December 31, 2021. The Company is still working to complete the audit and will provide further updates prior to filing its financial statements. The delays in the audit have been because of the complexity of the acquisitions during the year as well as getting certain information from the Philippines in regard to various audit matters.

As stated in the August 10, 2022, press release, the Company continues to review its various businesses to determine the best focus and operational structure to position the Company during these market conditions when businesses are looking closely at the fundamentals of their operations. Over the past three months the Company has focused its restructuring effort on those operations that Management felt would still require more capital and resources to get to the stage where it could generate the type of revenue required in its initial plan. As such, the Company has entered into a Letter of Intent with the management and the original shareholders of Vasu International Payments systems to sell the organization back to them. As part of this

proposed transaction Christopher Aldaba has resigned as a Director of the Company. In addition, the Company has begun the process of closing the Singapore operation. The Company will provide more details on these activities shortly.

5.2 Disclosure for Restructuring Transactions

The Company has entered into a Letter of Intent with the management and the original shareholders of Vasu International Payments systems to sell the organization back to them.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officers

Michael Penner CEO
Email: mpenner@lynxgroup.io

Item 9. Date of Report

November 29, 2022