

FORM 51-102F3
Material Change Report

**MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF
NATIONAL INSTRUMENT NO. 51-102**

Item 1. **Reporting Issuer**

NexTech AR Solutions Corp. (the "Company" or "Nextech")
PO Box 64039
Toronto RPO Royal Bank Plaza
Toronto, ON M5J 2T6

Item 2. **Date of Material Change**

A material change took place on May 1, 2023.

Item 3. **Press Release**

A news release in respect of the material change was disseminated on May 4, 2023.

Item 4. **Summary of Material Change**

The Company announced that it had changed its auditor from Marcum LLP (the "Former Auditor") to Davidson & Company LLP (the "Successor Auditor"), effective May 1, 2023 (the "Effective Date"). At the request of the Company, the Former Auditor resigned as the auditor of the Company and the Board of Directors of the Company appointed the Successor Auditor as the new auditor of the Company as of the Effective Date, until the close of the Company's next annual meeting of shareholders.

Item 5. **Full Description of Material Change**

Finalization of Auditor Change to Davidson & Company LLP

Nextech3D.ai previously announced that it had changed its auditor from Marcum LLP (the "Former Auditor") to Davidson & Company LLP (the "Successor Auditor"), effective May 1, 2023 (the "Effective Date"), this notice is to provide an update about the conclusion of this matter.

At the request of the Company, the Former Auditor resigned as the auditor of the Company and the Board of Directors of the Company appointed the Successor Auditor as the new auditor of the Company as of the Effective Date, until the close of the Company's next annual meeting of shareholders.

There were no modifications of opinion contained in Marcum's reports on the Company's annual financial statements for the period commencing at the beginning of the two most recently completed financial years through April 30, 2023.

In accordance with NI 51-102, the Notice of Change of Auditor, together with the required letters from the Former Auditor and the Successor Auditor, have

been reviewed by the Company's Audit Committee and Board and have been filed on SEDAR accordingly.

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

The report is not being filed on a confidential basis.

Item 7. Omitted Information

No information has been omitted.

Item 8. Executive Officer

Evan Gappelberg, Chief Executive Officer

Item 9. Date of Report

DATED at Toronto, in the Province of Ontario, this 4th day of May, 2023.