

**FORM 51-102F3  
Material Change Report**

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

**Item 1.                    Reporting Issuer**

NexTech3D.AI Corp. (the "Company" or "Nextech")  
PO Box 64039  
RPO Royal Bank Plaza  
Toronto, Ontario, M5J 2T6

**Item 2.                    Date of Material Change**

A material change took place on September 28, 2023.

**Item 3.                    Press Release**

A news release in respect of the material change was disseminated on September 28, 2023.

**Item 4.                    Summary of Material Change**

The Company announced that it has changed its legal name from "Nextech AR Solutions Corp" to "Nextech3D.AI Corporation" effective as of the date hereof (the "Name Change"). The common shares of the Company giving effect to the Name Change are expected to commence trading on the Canadian Securities Exchange and the OTCQX at the open on Wednesday, October 4, 2023, under the existing stock symbols of NTAR (CSE) and NEXCF (OTCQX).

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

The material change is described in the Company's press release attached hereto as Schedule "A", which press release is incorporated by reference herein.

**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

**Item 9.                    Date of Report**

DATED at Toronto, in the Province of Ontario, this 3<sup>rd</sup> day of October, 2023.

SCHEDULE "A"

## **Nextech3D.ai Name Change Now Official As Company Enters the Age of AI**

*The Company is Moving to High Scale Production of 3D Models  
In India & with AI*

*Join Proactive News & CEO Evan Gappelberg for an Investor  
Livestream TODAY at 12 p.m ET / 9 a.m PT*

**TORONTO, O.N, Canada – September 28, 2023 - [Nextech3D.AI](#)** (formally "Nextech AR Solutions Corp" or the "Company") (OTCQX: NEXCF) (CSE: NTAR) (FSE: EP2), a Generative AI-Powered 3D model supplier for Amazon, P&G, Kohls and other major e-commerce retailers is pleased to announce that it has changed its legal name from "Nextech AR Solutions Corp" to "Nextech3D.AI Corporation" effective as of the date hereof (the "Name Change"). The common shares of the Company giving effect to the Name Change are expected to commence trading on the Canadian Securities Exchange and the OTCQX at the open on Wednesday, October 4, 2023, under the existing stock symbols of NTAR (CSE) and NEXCF (OTCQX).

[First announced in March 2023, the Company affected the business name registration of Nextech3D.ai with the applicable corp. regulatory authorities.](#)

The Company believes this name change better reflects its current technology and business direction. Nextech3D.ai's generative AI technology is considered a key competitive advantage, playing a vital role in propelling the Company toward achieving positive cash flow. This official name change marks a significant milestone in the history of Nextech3D.ai and its portfolio of affiliated companies, including ARway.ai and Toggle3D.ai, which are well-positioned to capitalize on the burgeoning emerging market, striving for profitability in this new era of artificial intelligence.

As recently announced, [the Company is moving to high scale production. In preparation, it has established Nextech3D Solutions India Private Limited](#), which in addition to the AI is anticipated to increase profitability and reduce labor costs starting in Q4, 2023. This strategic transition is anticipated to reduce expenses and significantly enhance the Company's profitability and performance as it rolls out its AI solution. The Company is gearing up for a record Q4 and record 3D model growth in 2024.

The shift to India is anticipated to result in a substantial increase in cash flow for Nextech3D.ai beginning in Q4 2023.. This will be achieved through the streamlining of production processes and leveraging cost-effective resources available in the region. By implementing these strategies and other relevant initiatives, the Company is strategically

positioning itself for improved profitability in a continuously evolving market landscape. This strategic pivot aligns seamlessly with Nextech3D.ai's dedication to providing top-notch 3D modeling and augmented reality solutions, all while maintaining a strong focus on profitability and fiscal responsibility for the benefit of its esteemed shareholders.

CEO Evan Gappelberg and Hareesh Achi joined Proactive Investors to discuss the news: [watch here](#)

### **Investor Livestream Details**

**JOIN US:** Today, Thurs, September 28, 2023

**TOPIC:** Nextech3D.ai The Future of Scaling 3D models in India & AI  
**Time:** 12:00 p.m ET / 9:00 a.m PT

**Presenter:** Evan Gappelberg (Founder and CEO), Hareesh Achi (Head of Product Operations)

**Link to join:** [https://www.youtube.com/watch?v=yuP6t\\_B0QPs](https://www.youtube.com/watch?v=yuP6t_B0QPs)

The Company has also granted 300,000 stock options to a Company officer. The Options vest over three years, at a price of Cdn \$0.26 per share, being the closing price of the last trading day prior to the date of grant. All Options were granted in accordance with the Company's stock option plan.

### **Recent News**

- [Nextech3D.ai CEO Evan Gappelberg To Present At Emerging Growth Conference October 5, 2023](#)
- [Nextech3D.ai Establishes Nextech3D Solutions India Private Limited As It Moves to High Scale 3D Model Production Ahead of Record Demand](#)
- [Nextech3D.ai Announces Hire Of Former Microsoft, Meta Exec Hareesh Achi To Manage Its 3D Modeling AI Productivity](#)

**Sign up for Investor News and Info - [HERE](#)**

### **The Public Company CEO Experience Podcast**

Nextech3D.ai has recently released “The Public Company CEO Experience Podcast,” featuring Evan Gappelberg, a highly accomplished three-time public company CEO and serial entrepreneur. The podcast offers listeners an exclusive behind-the-scenes look into the dynamic life of a public company CEO with valuable insights, while also discussing

trending topics and providing business updates on Nexech3D.ai, Toggle3D.ai, and ARway.ai. To learn more please visit: <https://www.nextechar.com/investors/the-ceo-experience>

### **Listen Now**

<https://publiccompanyceoexperience.buzzsprout.com/>

### **Subscribe**

<https://www.nextechar.com/the-ceo-experience/subscribe>

### **About Nextech3D.ai**

Nextech3D.ai, formerly known as "Nextech AR Solutions Corp" or the "Company," (OTCQX: NEXCF) (CSE: NTAR) (FSE: EP2), is a versatile augmented reality and AI technology company that utilizes its proprietary artificial intelligence (AI) to craft immersive 3D experiences at scale for E-COMMERCE. The Company's primary focus lies in creating high-quality 3D WebAR photorealistic models for Amazon and various other online retailers. Nextech3D.ai has adopted a unique approach to creating shareholder value beyond its operating business of creating 3D models.

The Company also develops or acquires disruptive AI-technologies, which are subsequently spun out to shareholders as standalone public companies. This spin-out strategy allows Nextech3D.ai to issue stock dividends to its shareholders while maintaining significant ownership in the public spin-out, without dilution to the parent company Nextech3D.ai.

Notably, Nextech3D.ai successfully spun out "ARway," (OTCQB: ARWYF | CSE: ARWY | FSE:E65 ) its spatial computing platform, as a standalone public company on October 26, 2022. The Company retains a 49% stake with 13 million shares in ARway Corp. while distributing 4 million shares to Nextech AR shareholders.

Similarly, Nextech3D.ai accomplished its second spin-out launching Toggle3D.ai, (OTCQB: TGGLF | CSE: TGGL | FSE: Q0C ) an AI-powered 3D design studio aimed at competing with Adobe. The Company retains a 44% stake with 13 million shares in Toggle3D.ai Corp.

To learn more, please follow us on [Twitter](#), [YouTube](#), [Instagram](#), [LinkedIn](#), and [Facebook](#), or visit our website: <https://www.Nextechar.com>.

For further information, please contact:

### **Investor Relations Contact**

Lindsay Betts

investor.relations@Nextechar.com

866-ARITIZE (274-8493) Ext 7201

### **Nextech3D.ai**

Evan Gappelberg

CEO and Director

866-ARITIZE (274-8493)

#### **Disclaimer for Forward-Looking Information**

*This news release includes certain statements and information that constitute forward-looking information within the meaning of applicable Canadian securities laws. All statements in this news release, other than statements of historical facts are forward-looking statements. Such forward-looking statements and forward-looking information specifically include, but are not limited to, statements that relate to the anticipated timing of the CSE and OTCQX giving effect to the Name Change.*

*Statements contained in this release that are not historical facts are forward-looking statements that involve various risks and uncertainty affecting the business of the Company. Such statements can generally, but not always, be identified by words such as “expects”, “plans”, “anticipates”, “intends”, “estimates”, “forecasts”, “schedules”, “prepares”, “potential” and similar expressions, or that events or conditions “will”, “would”, “may”, “could” or “should” occur. All statements that describe the Company’s plans relating to operations and potential strategic opportunities are forward-looking statements under applicable securities laws. These statements address future events and conditions and are reliant on assumptions made by the Company’s management, and so involve inherent risks and uncertainties, as disclosed in the Company’s periodic filings with Canadian securities regulators. As a result of these risks and uncertainties, and the assumptions underlying the forward-looking information, actual results could materially differ from those currently projected, and there is no representation by the Company that the actual results realized in the future will be the same in whole or in part as those presented herein. the Company disclaims any intent or obligation to update forward-looking statements or information except as required by law. Readers are referred to the additional information regarding the Company’s business contained in the Company’s reports filed with the securities regulatory authorities in Canada. Although the Company has attempted to identify important factors that could cause actual actions, events, or results to differ materially from those described in forward-looking statements, there may be other factors that could cause actions, events or results not to be as anticipated, estimated or intended. For more information on the Company and the risks and challenges of its business, investors should review the Company’s filings that are available at [www.sedar.com](http://www.sedar.com).*

*The Company provides no assurance that forward-looking statements and information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements or information. Accordingly, readers should not place undue reliance on forward-looking statements or information. The Company does not undertake to update any for-ward looking statements, other than as required by law.*