

**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 Corporation (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 July 15, 2024.

Item 3. Press Release

A news release in respect of the material change was disseminated on July 15, 2024.

Item 4. Summary of Material Change

The Company issued 300,000 common shares of the Company as bonus shares (each, a "Bonus Share") to Madison Wynsam of the Company, at a deemed price per share of \$0.07 Cdn. The Bonus shares will be subject to a four (4) month and a day hold period and released in quarterly equal installments over two (2) years. The Bonus Shares are subject to continued employment on the release dates.

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 22nd day of July, 2024.

SCHEDULE "A"

Nextech3D.ai Hires Ecommerce Sales Executive Madison Wynsma as Head Of its Artificial Intelligence Powered 3D Model Platform

TORONTO, O.N, Canada –July 15th, 2024 - [Nextech3D.AI](#) (OTCQX: NEXCF) (CSE: NTAR) (FSE: EP2), a patented 2D-3D Generative AI-Powered 3D model supplier (Patent #11,948,248) for Amazon, and others is please to announce the appointment of Mady Wynsma as the new Head of Global Sales. Having worked at e-commerce leaders such as Walmart and Kohls, Mady has a deep-rooted understanding of ecommerce, coupled with extensive experience in building efficient, scalable and profitable sales teams.

Madison Wynsma Head of Global 3D Sales comments, *"I am thrilled to be joining the NexTech3D.ai team as Head of Sales, especially at such an exciting time in the 3D/AI world. It's an honor to be tasked with growing NexTech3D.ai during a pivotal time in both the company and overall industry with 3D and AI. I am looking forward to propelling the business forward backed by a great team and innovative solutions. Cheers!"*

Professional Background:

Walmart (Marketplace) – San Bruno, CA

Madison was Strategic Account Manager, 07/2021 to 07/2022

Managed \$600M electronics marketplace business to drive positive comp in 2021. Led regular business planning and performance tracking for strategic sellers. Conducted deep dive analysis on performance and implemented corrective actions. Sourced and assisted in onboarding of new clientele. Educated new sellers on new growth initiatives. Collaborate cross-functionally with Product Management, Strategy, Operations, Site Marketing to deliver best-in-class customer and seller experiences.

Senior Category Manager, 01/2020 to 07/2021

Kohl's Corp - Menomonee Falls, WI

Managed \$500M electronics business to drive over 25% of total company sales. Conducted business with national accounts such as Amazon, GoogleNest, Microsoft, Sony, Nintendo, and Ring. Managed multi-channel marketing processes for all accounts including print and digital marketing, vendor-funded campaigns, direct-to-consumer marketing. Owned entire buying

process including curation of assortment, pricing, advertising, floor planning, and sales forecasting. Negotiated with vendors regarding cost, competitive retail tickets, and promo support. Provided management with weekly analytics and business-driving decisions/updates.

Omni Channel Analyst, 08/2018 to 01/2020

Kohl's Corp - Menomonee Falls, WI

Managed over \$900M receipts in 2019 to drive positive comp.

Owned large National Brands such as Keurig, Ninja, Instant Pot, Cuisinart, Hamilton Beach, Nespresso, and Toastmaster.

Managed digital marketing channels and maintained inventory to drive targeted campaigns. Maintained weekly budget to accurately forecast replenishment inventory. Maintained additional role as Logistics Subject Matter Expert for division. Piloted tool to forecast order quantities for ecommerce.

Madison's appointment marks a significant step for Nextech3D.ai as the company continues to lead in the evolving 3D and AI markets.

AI/3D and AR in E-Commerce:

The e-commerce industry is witnessing a paradigm shift with the integration of 3D and AR technologies. These innovations are redefining the online shopping experience by offering consumers a more engaging and realistic way to explore products. Most recently, Amazon discontinued the use of 360 spin experience and has set its sights on the transformative potential of 3D and Augmented Reality (AR) technologies. At this year's [AWE USA2024](#) conference there are presentations related to using 3D and AR, and building 3D models efficiently. Few key sessions we at Nextech are excited about are:

[Unlock the Future of Shopping: Navigating the 3D and AR Revolution on Amazon](#)

[Rendering Believable 3D Assets for E-Commerce](#)

As we see more ecommerce ecosystems shifting towards 3D and AR, we at Nextech are well positioned to take advantage of this shift as we have already built systems at scale for 3D and AR creation. Key benefits of this technological change include:

- **Enhanced Product Visualization:** 3D models and AR experiences allow customers to view products from every angle, providing a comprehensive understanding of their features and aesthetics. This level of detail helps bridge the gap between online and in-store shopping.
- **Improved Customer Engagement:** Interactive 3D and AR experiences create a more engaging shopping journey, keeping customers on websites

longer and increasing the likelihood of purchase. The immersive nature of AR can turn shopping into a fun and memorable experience.

- **Reduced Return Rates:** By enabling customers to visualize products in their own environment, AR helps ensure that purchases meet their expectations. This can significantly reduce return rates, saving time and costs for both consumers and retailers.
- **Personalized Shopping Experiences:** AR technology can provide personalized recommendations and virtual try-ons, tailoring the shopping experience to individual preferences and needs. This customization enhances customer satisfaction and loyalty.

Nextech3D.AI's Role in the E-Commerce Transition to 3D:

Nextech3D.AI is at the vanguard of this technological transition, offering a suite of innovative solutions that empower e-commerce businesses to harness the full potential of 3D and AR:

- **AI powered 3D Modeling:** Nextech3D.AI creates hyper-realistic 3D models that can be easily integrated into e-commerce platforms. These models provide an unparalleled level of detail and accuracy, enhancing product visualization and customer confidence.
- **Seamless AR Integration:** The company's AR solutions enable customers to visualize products in their own spaces using their smartphones or other devices. This feature is particularly beneficial for furniture, home decor, and fashion retailers, allowing virtual try-ons and placements.
- **AI-Driven Content Creation:** Nextech3D.AI's AI-powered tools streamline the creation of 3D and AR content, making it accessible and cost-effective for businesses of all sizes. This technology accelerates the adoption of immersive shopping experiences.
- **Customizable AR Applications:** The company offers bespoke AR applications tailored to the unique needs of each retailer. These applications can include features such as virtual showrooms, interactive product demonstrations, and personalized recommendations.

Nextech3d.ai intends to issue 300,000 common shares of the Company as bonus shares (each, a "Bonus Share") to Madison Wynsam of the Company, at a deemed price per share of \$0.07 Cdn. The Bonus shares will be subject to a four (4) month and a day hold period and released in quarterly equal installments over two (2) years. The Bonus Shares are subject to continued employment on the release dates.

The Company has granted 3,600,000 stock options to directors, officers, employees and consultants for the right to purchase up to an aggregate of 3,600,000 common shares of the Company (the "Options"). The Options vest over two years, at a price of \$0.07 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.

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For further information, please contact:

Nextech3D.ai

Evan Gappelberg /CEO and Director

866-ARITIZE (274-8493)

About Nextech3D.ai or the "Company," (OTCQX: NEXCF) (CSE: NTAR) (FSE: 1SS), is a versatile augmented reality and Artificial Intelligence technology company that utilizes its patented artificial intelligence (AI) to craft immersive 3D experiences at scale for ecommerce brands and manufacturers with CAD files. The Company's primary focus lies in its end to end 3D content creating, publishing and hosting platform for high-quality 3D WebAR photorealistic 3D models and AI powered photo rendering for Amazon and various other online retailers. The company has multiple patents and patents pending related to 3D and AI.

Forward-looking Statements The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of this release. Certain information contained herein may constitute "forward-looking information" under Canadian securities legislation. Generally, forward-looking information can be identified by the use of forward-looking terminology such as, "will be" or variations of such words and phrases or statements that certain actions, events or results "will" occur. Forward-looking statements regarding the completion of the transaction are subject to known and unknown risks, uncertainties and other factors. There can be no assurance that such statements will prove to be accurate, as future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information. Nextech will not update