

FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Telecure Technologies Inc. (the “**Company**”)
Suite 1930, 1177 West Hastings Street
Vancouver, B.C. V6E 3T4

2. Date of Material Change

June 27, 2022

3. News Release

The Company disseminated a news release announcing the material change described herein through the news dissemination services of Globe Newswire on June 27, 2022, and a copy was subsequently filed on the System for Electronic Document Analysis and Retrieval (SEDAR).

4. Summary of Material Change

On May 2, 2022, the Company announced a delay in the filing of its audited annual financial statements and management discussion & analysis for the financial years ended December 31, 2021 and 2020, and the CEO and CFO certificates, all as required by National Instrument 51-102 - *Continuous Disclosure Obligations* and National Instrument 52-109 - *Certification of Disclosure in Issuers’ Annual and Interim Filings* (collectively, the “**Filings**”). The Filings were required to be made with the relevant securities regulatory authorities on or before May 2, 2022.

As a result of the delay in the Filings, the Company was unable to file its interim financial statements, its management's discussion and analysis and related officer certifications for the three-month period ended March 31, 2022 (the “**Interim Filings**”) by the filing deadline of May 30, 2022.

The Company has applied to the relevant securities regulators for a management cease trade order as contemplated by National Policy 12-203 – *Management Cease Trade Orders* (“**NP 12-203**”) of the Canadian Securities Administrators and has received such management cease trade order. The Company will comply with the requirements of the alternative information guidelines set out in NP 12-203. The Company is not subject to any insolvency proceedings.

5. Full Description of Material Change

5.1 Full Description of Material Change

On May 2, 2022, the Company announced a delay in the filing of its audited annual financial statements and management discussion & analysis for the financial years ended December 31, 2021 and 2020, and the CEO and CFO certificates, all as required by National Instrument 51-102 - *Continuous Disclosure Obligations* and National Instrument 52-109 - *Certification of Disclosure in Issuers’ Annual and Interim Filings* (collectively, the “**Filings**”). The Filings were required to be made with the relevant securities regulatory authorities on or before May 2, 2022.

The delay of the Filings is due to fact that the Company is having difficulty accessing various documents and information required in order to respond to the auditor-prepared provided by client list. The Company continues working diligently to complete its audit procedures. Additionally, as a result of the delay in the Filings, the Company was unable to file its interim financial statements, its management's discussion and analysis and related officer certifications for the three-month period ended March 31, 2022 (the “**Interim Filings**”) by the filing deadline of May 30, 2022. The Company anticipates filing the Interim Filings forthwith upon completion of the Filings.

The Company has applied to the relevant securities regulators for a management cease trade order as contemplated by National Policy 12-203 – Management Cease Trade Orders (“**NP 12-203**”) of the Canadian Securities Administrators and has received such management cease trade order. The Company will comply with the requirements of the alternative information guidelines set out in NP 12-203. The Company is not subject to any insolvency proceedings.

5.2 Disclosure for Restructuring Transactions

Not applicable.

6. Reliance on Subsection 7.1(2) of Regulation 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

For additional information, please contact Josh Rosenberg, Interim CEO, COO and Director of the Company, at (604) 398-3432.

9. Date of Report

June 30, 2022

Forward-Looking Statements

Certain statements contained in this report constitute “forward-looking information” as such term is defined in applicable Canadian securities legislation. The words “may”, “would”, “could”, “should”, “potential”, “will”, “seek”, “intend”, “plan”, “anticipate”, “believe”, “estimate”, “expect” and similar expressions as they relate to the Company are intended to identify forward-looking information. All statements other than statements of historical fact may be forward-looking information. Such statements reflect the Company's current views and intentions with respect to future events, and current information available to the Company, and are subject to certain risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements that may be expressed or implied by such forward-looking information to vary from those described herein should one or more of these risks or uncertainties materialize. Examples of such risk factors include, without limitation: credit; market (including equity, commodity, foreign exchange and interest rate); liquidity; operational (including technology and infrastructure); reputational; insurance; strategic; regulatory; legal; environmental; capital adequacy; the general business and economic conditions in the regions in which the Company operates; the ability of the Company to execute on key priorities, including the successful completion of acquisitions, business retention, and strategic plans and to attract, develop and retain key executives; difficulty integrating newly acquired businesses; the ability to implement business strategies and pursue business opportunities; disruptions in or attacks

(including cyber-attacks) on the Company's information technology, internet, network access or other voice or data communications systems or services; the evolution of various types of fraud or other criminal behavior to which the Company is exposed; the failure of third parties to comply with their obligations to the Company or its affiliates; the impact of new and changes to, or application of, current laws and regulations; decline of reimbursement rates; a novel business model; dependence on key suppliers; the overall difficult litigation environment; increased competition; increased funding costs and market volatility due to market illiquidity and competition for funding; the availability of funds and resources to pursue operations; critical accounting estimates and changes to accounting standards, policies, and methods used by the Company; the occurrence of natural and unnatural catastrophic events and claims resulting from such events; and risks related to COVID-19 including various recommendations, orders and measures of governmental authorities to try to limit the pandemic, including travel restrictions, border closures, non-essential business closures, quarantines, self-isolations, shelters-in-place and social distancing, disruptions to markets, economic activity, financing, supply chains and sales channels, and a deterioration of general economic conditions including a possible national or global recession; as well as those risk factors discussed or referred to in the Company's disclosure documents filed with the securities regulatory authorities in certain provinces of Canada and available at www.sedar.com. Should any factor affect the Company in an unexpected manner, or should assumptions underlying the forward-looking information prove incorrect, the actual results or events may differ materially from the results or events predicted. Any such forward-looking information is expressly qualified in its entirety by this cautionary statement. Moreover, the Company does not assume responsibility for the accuracy or completeness of such forward-looking information. The forward-looking information included in this report is made as of the date of this report and the Company undertakes no obligation to publicly update or revise any forward-looking information, other than as required by applicable law.