

This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 51-102F3
(formerly Form 53-901F)

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

AMPD Ventures Inc.
#210-577 Great Northern Way
Vancouver, BC
V5T 1E1

Item 2. Date of Material Change

April 19, 2022

Item 3. Press Release

April 19, 2022 at Vancouver, BC Canada.

Item 4. Summary of Material Change

AMPD Ventures Inc. announces the resignation of Mr. Robert Kang from the Board of Directors, and the board has accepted his resignation.

Item 5. Full Description of Material Change

Please see attached press release.

Item 6. Reliance on Section 85(2) of the Act

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers/Directors

The following senior officers/directors of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Anthony Brown
CEO & Director
Suite 2050 – 1055 West Georgia St.
Vancouver, BC, V6E 3P3
(604) 684-2181

James Hursthouse
Director
Suite 2050 – 1055 West Georgia St.
Vancouver, BC V6E 3P3
(604) 684-2181

Item 9. Statement of Senior Officer/Director

The foregoing accurately discloses the material change referred to herein.

Dated this 19th Day of April, 2022

“Anthony Brown”

Anthony Brown
Name

CEO & Director
Position / Title

Vancouver, B.C.
Place of Declaration

AMPD Ventures Inc. Announces the Resignation of Robert Kang from the Board of Director

Vancouver, British Columbia – April 19, 2022, – AMPD Ventures Inc. (“AMPD” or the “Company”, CSE: AMPD; OTCQB: AMPDF; FRA: 2Q0), a next-generation digital infrastructure provider, announces the resignation of Mr. Robert Kang from the Board of Directors, and the board has accepted his resignation.

Robert Kang stated, “I have really enjoyed working with the AMPD team and believe the Company is on track for great achievements on the heels of their recent financing. For personal reasons I have decided to reduce my workload and wish AMPD all the best moving forward.”

Anthony Brown, CEO, commented, “Rob has provided great guidance to AMPD from our go-public transaction. His insight into our operation during this high growth, start-up phase has added a lot of value. We will miss him and wish Rob the best in his many future endeavours.”

About AMPD Ventures Inc.

AMPD is a next-generation infrastructure company. With state-of-the-art, high-performance computing solutions hosted in sustainable urban data centres, AMPD is leading the transition to the next generation of computing infrastructure. Through a mix of infrastructure as a service (“IaaS”) and an upgraded, high-performance cloud offering, we’re meeting the low-latency requirements of multiplayer video games and eSports, computer graphics rendering, artificial intelligence, machine learning, mixed reality, big data processing, and the as yet uncharted technological developments of the coming decades. Additional information can be found on SEDAR and our website at www.ampd.tech.

For further information please contact **Investor Cubed Inc.:**

Neil Simon, CEO
Telephone: (647) 258-3310
Email: nsimon@investor3.ca

ON BEHALF OF THE BOARD OF DIRECTORS

/s/ “Anthony Brown”

Anthony Brown
CEO & Director
AMPD Ventures Inc.
Telephone: 604-332-3329
Email: ir@ampd.tech

The CSE does not accept responsibility for the adequacy or accuracy of this release.