

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Alpha Metaverse Technologies Inc. (the “Company”)  
1930 - 1177 West Hastings Street  
Vancouver, BC, V6E 4T5

**Item 2 Date of Material Change**

August 18, 2022

**Item 3 News Release**

The Company disseminated a news release announcing the material change described herein through the news dissemination services of Globe Newswire on August 18, 2022, and a copy was subsequently filed on SEDAR.

**Item 4 Summary of Material Change**

On August 18, 2022, the Company announced that, through its wholly owned subsidiary Shape Immersive (“Shape”), it has entered into a partnership with SPACE Metaverse (“SPACE”) to assist SPACE in developing ecommerce experiences in the metaverse. Shape will be a preferred vendor of SPACE and will create retail stores and ecommerce experiences on the SPACE platform for leading brands who are entering the metaverse.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

On August 18, 2022, the Company announced that, through its wholly owned subsidiary, Shape Immersive (“Shape”), it has entered into a partnership with SPACE Metaverse (“SPACE”) to assist SPACE in developing ecommerce experiences in the metaverse.

SPACE, founded in 2021, is a leader in the metaverse commerce world and aims to provide a powerful platform that allow users to design and create their own custom virtual rooms in addition to buying and selling their products and services. SPACE’s goal is to create a metaverse that provides consumers with a seamless and straightforward virtual experience for shopping, events, gamification, and other fun social activities without physical borders.

Shape will be a preferred vendor of SPACE and will create retail stores and ecommerce experiences on the SPACE platform for leading brands who are entering the metaverse. Since being founded in 2018, Shape has been extremely successful in building award-winning brand and retail experiences in the metaverse and accumulated an impressive portfolio of leading brands, including RedBull, Coca Cola and RTFKT (acquired by Nike).

SPACE’s investors include a number of the most web3 technologies including CoinFund, DapperLabs, and AnimocaBrands. CoinFund boasts a portfolio of over 60 investments. Digital Dapper Labs is the creator of NBA Top Shot, as well as a number of other blockchain-based games. Animoca Brands is the leading VC blockchain game portfolio.

Given the rapid growth of consumers entering the metaverse, SPACE is focused on providing tools for users to design virtual goods for purchase, and to provide a platform that allow users to monetize their virtual assets and creations.

Together, Shape will work alongside SPACE to create and extend the value of SPACE to support it in becoming the leading ecommerce tool in the metaverse.

## **5.2 Disclosure for Restructuring Transactions**

Not applicable.

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

This report is not being filed on a confidential basis.

### **Item 7 Omitted Information**

There are no significant facts required to be disclosed herein which have been omitted.

### **Item 8 Executive Officer**

The name and business number of the executive officer of the Company who is knowledgeable of the material change and this report is:

Eli Dusenbury, Chief Financial Officer  
Telephone: 604-359-1256

### **Item 9 Date of Report**

August 23, 2022