

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

Item 1 Name and Address of Company

AlphaGen Intelligence Corp. (the “Company”)
1930 - 1177 West Hastings Street
Vancouver, BC, V6E 4T5

Item 2 Date of Material Change

January 17, 2024

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 January 17, 2024, and a copy was subsequently filed on SEDAR+.

Item 4 Summary of Material Change

The Company announced the commencement of the development of an innovative AI hologram and CSR e-commerce solution. This initiative, developed in partnership with DataStars AI (“DataStars”), seeks to redefine the landscape of virtual customer interaction and brand representation.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced the commencement of the development of an innovative AI hologram and CSR e-commerce solution. This initiative, developed in partnership with DataStars, seeks to redefine the landscape of virtual customer interaction and brand representation.

Harnessing the synergy of DataStars AI capability and the Company’s 3D media production, this collaboration aims to develop cutting-edge AI sales assistance and intelligent hologram beings powered by sophisticated real-time language processing capabilities, which, if successful, the Company believes can enable the creation of virtual sales personnel, brand ambassadors, and interactive game characters. Our designs will be intended for compatibility with a variety of platforms, including Apple Vision Pro.

The intersection of 3D media and AI seeks to bridge gaming, entertainment, and media genres together to create first of its kind experiences and high-end customer service interactions. The Company’s AI hologram collaboration was born in its AI Centre of Excellence for 3D products, which combines the Company’s advanced creative 3D studio capabilities with LLM-based AI platforms.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

For further information, please contact Eli Dusenbury, Chief Financial Officer and Director of the Company, at 604-359-1256 or via email to info@alphagen.co.

Item 9 Date of Report

January 22, 2024