

FORM 51-102F3
Material Change Report

ITEM 1 Name and Address of Company

Braxia Scientific Corp (“**Braxia**” or the “**Company**”)
1430 Hurontario Street
Mississauga, Ontario
L5G 3H4

ITEM 2 Date of Material Changes

- (a) Cease Trade Order: August 2, 2024
- (b) Change of Officers and Directors: July 25, 2024.

ITEM 3 News Releases

- (a) A news release announcing the material change related to the Cease Trade Order was issued through the facilities of NewsFile Corp. on August 6, 2024 and subsequently filed on SEDAR +.
- (b) A news release announcing the material changes related to the change in Directors and Officers was issued through the facilities of NewsFile Corp. on July 25, 2024 and subsequently filed on SEDAR +.

ITEM 4 Summary of Material Changes

- (a) Cease Trade Order

The Ontario Securities Commission (the “OSC”) issued a failure-to-file cease trade order (the “FFCTO”) to the Company on August 2, 2024.

The FFCTO is a result of the Corporation’s failure to file its audited annual financial statements (the “Annual Financial Statements”), management discussion and analysis (“MD&A”) and certificates of the Chief Executive Officer and Chief Financial Officer for the year ended March 31, 2024.

- (b) Director and Officer Change:

Peter Rizakos resigned from Braxia’s board of directors effective July 25, 2024. Additionally, Peter Rizakos resigned as Chief Financial Officer and General Counsel effective July 25, 2024.

ITEM 5 Full Description of Material Changes**(a) Cease Trade Order**

The Ontario Securities Commission (the “OSC”) issued a failure-to-file cease trade order (the “FFCTO”) to the Company on August 2, 2024.

The FFCTO is a result of the Corporation’s failure to file its audited annual financial statements (the “Annual Financial Statements”), management discussion and analysis (“MD&A”) and certificates of the Chief Executive Officer and Chief Financial Officer for the year ended March 31, 2024.

The FFCTO prohibits the trading by any person of any securities of the Corporation in each jurisdiction in Canada in which the Corporation is a reporting issuer, including trades in the Corporation’s securities made through the Canadian Securities Exchange (CSE), for as long as the FFCTO remains in effect. The FFCTO provides an exception for beneficial securityholders of the Corporation who are not currently (and who were not as of August 2, 2024) insiders or control persons of the Corporation and who sell securities of the Corporation acquired before August 2, 2024 if both of the following criteria are met: (i) the sale is made through a “foreign organized regulated market”, as defined in section 1.1 of the Universal Market Integrity Rules of the Canadian Investment Regulatory Organization; and (ii) the sale is made through an investment dealer registered in a jurisdiction of Canada in accordance with applicable securities legislation.

(b) Director and Officer Change:

Peter Rizakos resigned from Braxia’s board of directors effective July 25, 2024. Additionally, Peter Rizakos resigned as Chief Financial Officer and General Counsel effective July 25, 2024.

ITEM 6 Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable. This report is not being filed on a confidential basis.

ITEM 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

ITEM 8 Executive Officer

For further information, please contact Peter Rizakos, Legal Consultant of the Company, at (647) 204-3083.

ITEM 9 Date of Report

August 7, 2024.