

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

ITEM 1. NAME AND ADDRESS OF COMPANY

Axiom Capital Advisors Inc. (the "**Company**")
1626 Westmount Road NW
Calgary, Alberta T2N 3M1 Canada

ITEM 2. DATE OF MATERIAL CHANGE

September 25, 2023

ITEM 3. NEWS RELEASE

A news release announcing the material change was disseminated on September 25, 2023, through News Corp. distribution network and a copy filed on the Company's SEDAR profile at www.sedar.com.

ITEM 4. SUMMARY OF MATERIAL CHANGE

On September 25, 2023, the Company announced the appointment of Mr. Eric Entz to the board of directors as a non-independent director and Mr. Joseph Traversa to the board of directors as an independent director (collectively, the "**Appointments**"). The Company also announced the resignation of Mr. L. Evan Baergen as a director of the Company and Mr. Dwight Martin as a director of the Company (collectively, the "**Resignations**").

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

On September 25, 2023, the Company announced the Appointments and Resignation.

Mr. Eric Entz is a business strategy professional with over a decade of experience in helping develop and grow startup companies. Specializing in new market analysis/assessment and revenue differentiation strategies. Since 2019 his work has been predominantly on companies that are focused on ESG endeavors and emerging commodities markets. Over that time, Mr. Entz has helped develop Climate Contribution strategies, developed partnerships with some of the world's leading energy companies, helped build generative AI tools, and built sustainability strategies and roadmaps for both public and private companies.

Mr. Joe Traversa was born and raised in Vancouver, British Columbia. Working hard with a family importing business, Mr. Traversa became well invested and versed in the Vancouver's business scene. Mr. Traversa achieved his Real Estate License in 1993 and begun his extensive real estate career. He was a part owner of a real estate brokerage in 2006 to 2013 that he and his partners built from the ground up. Mr. Traversa then pursued multiple Managing Broker positions for various real estate companies. In May 2023, Mr. Traversa and his family started, and now own and run, their real estate brokerage - Skyline West Realty. Located in East Vancouver, Skyline West Realty provides exemplary real estate services

to Vancouver's lower mainland. Over the span of 30 years, Mr. Traversa has sold over 600 properties, including houses, business', and commercial properties, been involved with property management, project marketing and facilitated leases for many clients, friends, and family.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTION

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

Contact: Eric Entz, Chief Executive Officer
Telephone: (587) 208-4044

ITEM 9. DATE OF REPORT

September 25, 2023