

PODA TECHNOLOGIES LTD.
CHANGE IN CORPORATE STRUCTURE
Section 4.9 National Instrument 51-102

1. Names of the Parties to the Transaction

Poda Holdings, Inc. (the “Company”)
Poda Technologies Ltd.

2. Description of the Transaction

The Company completed a vertical amalgamation (“Amalgamation”) with its wholly owned subsidiary, Poda Technologies Ltd. (the “Subsidiary”), whereby all the issued and outstanding shares of the Subsidiary were cancelled, the separate corporate existence of the Subsidiary was terminated, and the Company and the Subsidiary continued as one company.

3. Effective Date of the Transaction

March 1, 2022

4. The Name of Each Party, if Any, That Ceased to be a Reporting Issuer After the Transaction and of Each Continuing Entity

The Subsidiary ceased to be a reporting issuer after the Amalgamation, in that its separate corporate existence ceased.

5. Date of the Reporting Issuer’s First Financial Year-End After the Transaction if Paragraph (a) or Subparagraph (b)(ii) of Section 4.9 of NI 51-102 Applies

Not applicable, as neither paragraph (a) nor subparagraph (b)(ii) of Section 4.9 of NI 51-102 applies.

6. The Periods, Including the Comparative Periods, if Any, of the Interim and Annual Financial Statements Required to be Filed for the Reporting Issuer’s First Financial Year After the Transaction, if Paragraph (a) or Subparagraph (b)(ii) of Section 4.9 of NI 51-102 Applies

Not applicable, as neither paragraph (a) nor subparagraph (b)(ii) of Section 4.9 of NI 51-102 applies.

7. What Documents Were Filed Under NI 51-102 That Described the Transaction and Where Those Documents Can be Found in Electronic Format, if Paragraph (a) or Subparagraph (b)(ii) of NI 51-102 Applies

Not applicable, as neither paragraph (a) nor subparagraph (b)(ii) of Section 4.9 of NI 51-102 applies.