

MATERIAL CHANGE REPORT**Item 1. Name and Address of Company**

XR IMMERSIVE TECH INC. (the "Company")
Suite 401 – 750 W. Pender Street, Vancouver, BC V6C 2T7

Item 2. Date of Material Change

September 1, 2022

Item 3. News Release

The news release was disseminated through the news dissemination services of GlobeNewswire on September 1, 2022 and was filed under the Company's profile on SEDAR (www.sedar.com).

Item 4. Summary of Material Change

In its news release dated September 1, 2022 the Company announced the appointment of a new CEO and a new Director effective September 1, 2022.

Item 5. Full Description of Material Change**Item 5.1 Full Description of Material Change**

In its news release dated September 1, 2022 the Company announced the appointment of A Shabeer Sinnalebbe as the Company's new CEO effective September 1, 2022. The company also announced that Shafin Diamond Tejani will be joining the Company's board of directors effective September 1, 2022. The Company announced Mr. Bieber will also be stepping off the XRI board effective September 1st, 2022. For more information, please view the news release issued on August 17, 2022 available under the Company's profile on SEDAR (www.sedar.com).

Item 5.2 Disclosure for Restructuring Transactions

Not Applicable

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

The undersigned is aware of no information of a material nature that has been omitted.

Item 8. Executive Officer

Sheri Rempel, Chief Financial Officer
Telephone: 604-428-7050

Item 9. Date of Report

Dated September 8, 2022 at Vancouver, British Columbia