

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

Item 1. Name and Address of Company

FendX Technologies Inc. (the “Company”)
2010 Winston Park Dr., 2nd Floor
Oakville, ON L6H 5R7

Item 2. Date of Material Change

March 10, 2024 and March 12, 2024

Item 3. News Release

The News Release dated March 13, 2024 was disseminated by Newsfile Corp. on March 13, 2024 .

Item 4. Summary of Material Change

The Company announced that it has received total proceeds of \$785,000 from the exercise of 7,850,000 share purchase warrants at a price of \$0.10 per share which had an expiry date of March 10, 2024. The Company issued an aggregate of 7,850,000 common shares pursuant to the warrant exercises, which occurred between February 28, 2024 and March 10, 2024. The proceeds from the exercise of warrants will be used for general working capital purposes. The Company also announces it has completed a previously announced share for debt transaction pursuant to which it issued 500,000 common shares at a price of \$0.225 per share to settle \$112,500 of debt with a creditor. The shares issued pursuant to the share for debt transaction are subject to a hold period expiring four months and one day from the date of issuance, in accordance with applicable securities laws.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The material changes are fully described in Item 4 above and in the News Release attached hereto.

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

None.

Item 8. Executive Officer

Please contact Carolyn Myers, Director, Chief Executive Officer, at 1-800-344-9868.

Item 9. Date of Report

March 14, 2024



FendX Announces Warrant Exercises and Share for Debt Settlement

NOT FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

OAKVILLE, ON – March 13, 2024 - **FendX Technologies Inc. (CSE: FNDX) (OTCQB: FDXTF) (FSE: E8D)** (the "**Company**" or "**FendX**"), a nanotechnology company developing surface protection coatings to reduce the spread of pathogens, is pleased to announce it has received total proceeds of \$785,000 from the exercise of 7,850,000 share purchase warrants at a price of \$0.10 per share which had an expiry date of March 10, 2024. The Company issued an aggregate of 7,850,000 common shares pursuant to the warrant exercises, which occurred between February 28, 2024 and March 10, 2024. The proceeds from the exercise of warrants will be used for general working capital purposes. The Company also announces it has completed a previously announced share for debt transaction pursuant to which it issued 500,000 common shares at a price of \$0.225 per share to settle \$112,500 of debt with a creditor. The shares issued pursuant to the share for debt transaction are subject to a hold period expiring four months and one day from the date of issuance, in accordance with applicable securities laws.

Dr. Carolyn Myers, CEO and Director of FendX stated "We would like to thank all of our shareholders for such a strong vote of confidence and their continued support as we continue to advance our R&D and scale-up efforts on our nanotechnology."

About FendX Technologies Inc.

FendX is a Canada-based nanotechnology company focused on developing products to make people's lives safer by reducing the spread of pathogens. The Company is developing both film and spray products to protect surfaces from contamination. The lead product under development, REPELWRAP™ film, is a protective surface coating film that, due to its repelling properties, prevents the adhesion of pathogens and reduces their transmission on surfaces prone to contamination. The spray nanotechnology is a bifunctional spray coating being developed to reduce contamination on surfaces by repelling and killing pathogens. The Company is conducting research and development activities using its nanotechnology in collaboration with industry-leading partners, including McMaster University. The Company has an exclusive worldwide license to its technology and IP portfolio from McMaster, which encompass both film and spray coating nanotechnology formulations.

ON BEHALF OF THE BOARD

"Carolyn Myers"

Carolyn Myers
Chief Executive Officer and Director

Contacts:
Dr. Carolyn Myers, CEO and Director
1-800-344-9868

Alyssa Barry, Investor Relations
1-833-947-5227
investor@fendxtech.com

For more information, please visit <https://fendxtech.com/> and the Company's profile on SEDAR+ at www.sedarplus.ca.

Neither the Canadian Securities Exchange nor the Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements

This news release contains certain forward-looking statements within the meaning of Canadian securities legislation, including with respect to: the plans of the Company; proposed use of funds of the proceeds of the warrant exercises; the continued advancement of our R&D and scale-up efforts on our nanotechnology; and products under development and any pathogen reduction benefits related thereto. Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are statements that are not historical facts; they are generally, but not always, identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "aims," "potential," "goal," "objective," "prospective," and similar expressions, or that events or conditions "will," "would," "may," "can," "could" or "should" occur, or are those statements, which, by their nature, refer to future events. The Company cautions that forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made and involve several risks and uncertainties. Consequently, there can be no assurances that such statements will prove to be accurate and that actual results and future events could differ materially from those anticipated in such statements.

Important factors that could cause future results to differ materially from those anticipated in these forward-looking statements include: product candidates only being in formulation/reformulation stages; limited operating history; research and development activities; dependence on collaborative partners, licensors and others; effect of general economic and political conditions; and other risk factors set forth in the Company's public filings which are available on SEDAR+ at www.sedarplus.ca. Accordingly, the reader is urged to refer to the Company's such filings for a more complete discussion of such risk factors and their potential effects. Except to the extent required by applicable securities laws and the policies of the Canadian Securities Exchange, the Company undertakes no obligation to update these forward-looking statements if management's beliefs, estimates or opinions, or other factors should change.