

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

Item 1 Name and Address of Company

Ciscom Corp.
20 Bay St., Suite 1110
Toronto, Ontario M5J 2N8

Item 2 Date of Material Change

March 1, 2024

Item 3 News Release

The press release attached as Schedule "A" was released on March 1, 2024 by a newswire company in Canada.

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule "A".

Item 5 Full Description of Material Change

The material change is described in the press release attached as Schedule "A".

Item 6 Reliance of subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Michel Pepin
President & CFO
mpepin@ciscomcorp.com

Item 9 Date of Report

March 1, 2024

Schedule "A"

Ciscom Corp. Announces Appointment Of Senior Market Leader And Influencer To Its Board of Directors

Toronto, Ontario - (March 1, 2024) - Ciscom Corp. (CSE: CISC) (OTCQB: CISCF) ("Ciscom" or "the Company") is pleased to announce the appointment of Tracy Weslosky to its Board of Directors effective immediately.

"We have been looking to add a senior leader with strong business and market experience to the Board. Tracy brings to the Board the perfect combination of business and market acumen that will help propel Ciscom to the next level. On behalf of the entire Board and Ciscom, we warmly welcome Tracy", said Paul Gaynor, Chair of the Board.

Tracy, an entrepreneur with 30 years of experience in both media and the public markets comments: "Ciscom exemplifies capital market excellence by consistently under promising and over delivering. This approach sets the stage for success. Excited to collaborate with a team of financial, entrepreneurial, and communication experts that are working together to achieve effective market valuation organically and through acquisitions within my preferred sectors: media and capital markets."

In 2001, Tracy Weslosky founded InvestorNews Inc., the publisher of InvestorNews.com, a leading independent market news platform with over 120 million annual hits. The company has provided digital media services to numerous publicly traded companies in the US, Canada, Australia, and the UK. Since 2010, Tracy has played a crucial role in organizing significant global events on critical minerals and co-founded the Critical Minerals Institute (CMI) to promote a decarbonized economy.

She also co-founded REE Stocks PLC, a FTSE-listed rare earths index company and was a principal partner at Weslosky & Cowans Ltd., an investment firm with an Exempt Market Dealers license. This same firm was the catalyst for the business television series *DealFlow*, which had distribution in 294 million households worldwide including CNBC.

Tracy's career began in the early nineties in PR for television, later shifting to recording industry, and working for well known artists. Her role as VP of Marketing, Canada, for NYSE listed Red Ant Entertainment was her introduction to the public markets. She graduated from the University of Tennessee in 1988, and is a recognized as a speaker, interview host, and columnist.

Tracy has raised significant equity in the public markets and via private placements with investment groups and family offices. In the process, she has developed an impressive professional network.

Tracy has consulted with over 2,000 public companies, as such her expertise has been earned. "Tracy is a fantastic addition to Ciscom' Board. Tracy's in-depth expertise and vast network with shareholders' engagement, capital markets, shareholders' return on investment, capital raising and performance driven approach will further contribute to our dynamic team as we build Ciscom. Tracy will be a key resource to us all as we pursue our acquisition mandate", said Michel Pepin, Ciscom's President and CFO.

The Company is also announcing that Shaun Power has resigned from its Board due to other professional commitments. We wish to thank him for his contribution and insightful approach to situations and wish him best of success in his endeavours.

About Ciscom

Ciscom Corp. is a Canadian company investing, acquiring, and managing companies in the Information and Communication Technology (ICT) sector. Potential acquisition targets are entrepreneurs seeking equity, transition, or that do not have a defined succession plan. Target companies are generally substantial Small and Medium size Enterprises (“SMEs”) and have a proven track record/history of profitability.

With this approach Ciscom enables owners/founders to crystalize their equity, while remaining active in the business. Consequently, acquisitions are immediately accretive to shareholders’ value. For more information, please visit www.ciscomcorp.com

CONTACT INFORMATION

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Cautionary Statement

This news release contains certain statements that constitute forward-looking statements as they relate to Ciscom and its management. Forward-looking statements are not historical facts but represent management’s current expectation of future events and can be identified by words such as "believe", "expects", "will", "intends", "plans", "projects", "anticipates", "estimates", "should", "continues" and similar expressions. Although management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that they will prove to be correct or will come to pass. Forward-looking statements include statements and information regarding the future director appointments and the expected benefits of such appointments, anticipated audited financial results, future expectations of growth and profits, future grants of equity incentive awards, the future plans for the Company, and other forward-looking information.

By their nature, forward-looking statements include assumptions and are subject to inherent risks and uncertainties that could cause actual future results, conditions, actions, or events to differ materially from those in the forward-looking statements. The future outcomes that relate to forward-looking statements may be influenced by many factors, including but not limited to: the resignation of past directors and the appointment of future directors to the Board in a timely fashion or at all, and the benefit of such appointments to Ciscom; general commercial risks inherent to operating non-manufacturing businesses; the capital requirements of the Company and ability to maintain adequate capital resources to carry out its business activities; the ability to identify ICT target acquisitions and complete such transactions on an economic basis or at all, and successfully integrate those business; the ability to convert the potential in the pursued business opportunities to tangible benefits to the Company or its shareholders; risks of a material adverse change to the Company’s assets or revenue; stock market volatility and capital market valuation; the ability of the Company to continue as a going concern; dependence on key personnel; the Company’s early stage of development; potential losses on investments; unstable and potentially negative economic conditions; fluctuations in interest rates; competition for investments within the ICT sector; maintenance of client relationships; maintaining a listing on the Canadian Securities Exchange; risks related to potential dilution in the event of future financings; no previous public market for the shares; volatility of the market price for the Company’s securities; audit risk; litigation risk and risk of future legal proceedings; reliance on key personnel; jurisdictional and regulatory risk; lack of operating cash flow; volatility; additional funding requirements; adverse general economic conditions; competition; conflicts of interest; the early stage of Ciscom’s business; income tax matters; availability and terms of financing; rising costs related to inflation; and effects of market interest on price of securities and potential dilution; and those factors detailed in the Company’s prospectus dated June 5, 2023 and other public documents filed under Ciscom’s profile at www.sedarplus.ca. Ciscom has also assumed that no significant events occur outside of Ciscom’s normal course of business.

Ciscom cautions that the foregoing list of factors is not exhaustive. In addition, although Ciscom has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated, or intended. When relying on Ciscom’s forward-looking statements and information to make decisions, investors and others should carefully consider the foregoing factors and other uncertainties and potential events. Ciscom has assumed that the material factors referred to in the previous paragraph will not cause such forward-looking statements and information to differ materially from actual results or events. However, the list of these factors is not exhaustive and is subject to change and there can be no assurance that such assumptions will reflect the actual outcome of such items or factors. The forward-looking information contained in this press release represents the expectations of Ciscom as of the date of this press release and, accordingly, is subject to change after such date. Readers should not place undue importance on forward-looking information and should not rely upon this information as of any other date. Ciscom does not undertake to update this information at any particular time except as required in accordance with applicable laws.