

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

SCOPE AI CORP. (the “Company” or “Scope”)
Suite 1000, 1055 West Hastings Street
Vancouver, BC V6E 2E9

Item 2. Date of Material Change

July 30, 2024

Item 3. News Release

The news release (the “**News Release**”) was issued on July 31, 2024 through Newsfile, and filed on www.sedarplus.ca.

Item 4. Summary of Material Change

The Company announced it has it has closed its previously announced non-brokered private placement financing (see news release dated July 9, 2024) by issuing 1,250,000 common shares at a price of \$1.60 per.

Item 5. Full Description of Material Change

The Company announced it has closed its previously announced non-brokered private placement financing by issuing 1,250,000 common shares (the “Shares”, each a “Share”) at a price of \$1.60 per Share for total proceeds of \$2,000,000 (the “Offering”).

No finders’ fees were payable under the Offering. The Shares under the Offering will be subject to restrictions on resale until December 1, 2024. The net proceeds will be used to develop the Company’s GEM Platform and, upon closing, advance the product suite of quantum-resilient entropy technology as well as for general working capital purposes.

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

James Young
Chief Executive Officer
604.683.0911

Item 9. Date of Report

July 31, 2024