

**Form 51-102F3**  
**Material Change Report**

**Item 1. Name and Address of Company**

Critical Infrastructure Technologies Ltd. (the “**Company**”)  
2600 – 1066 West Hastings Street  
Vancouver, British Columbia  
Canada V6E 3X1

**Item 2. Date of Material Change**

December 11, 2023 and December 13, 2023

**Item 3. News Release**

News Release dated December 13, 2023 was disseminated through Canada Stockwatch and Market News.

**Item 4. Summary of Material Change**

The Company announced that the British Columbia Securities Commission (the “**BCSC**”), as the Company’s principal regulator, in accordance with National Policy 11-207 – *Failure-to File Cease Trade Orders and Revocations in Multiple Jurisdictions*, on December 11, 2023 has granted the Company a revocation order respecting a failure-to-file cease trade order that has been in effect since November 3, 2023 (the “**Revocation Order**”). The issuance of the Revocation Order follows the filing by the Company of its audited financial statements for the year ended June 30, 2023 and its interim financial statements for the three month period ended September 30, 2023, and the related management’s discussion and analysis and certifications on December 6, 2023 and December 7, 2023, respectively (the “**Required Filings**”). Copies of the Required Filings are available under the Company’s SEDAR+ profile at [www.sedarplus.ca](http://www.sedarplus.ca).

The Company also announced the common shares of the Company have been reinstated for trading by the Canadian Securities Exchange effective December 13, 2023.

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

**Item 5.1 Full Description of Material Change**

Please see attached news release.

**Item 5.2 Disclosure for Restructuring Transactions**

Not applicable.

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

Not applicable.

**Item 7. Omitted Information**

Not applicable.

**Item 8. Executive Officer**

Brenton Scott, Chief Executive Officer and Director

Telephone: 614 1175-1191

**Item 9. Date of Report**

December 14, 2023



## NEWS RELEASE

CSE: CTTT

OTCQB: CITLF

### CRITICAL INFRASTRUCTURE TECHNOLOGIES LTD. ANNOUNCES FILING OF FINANCIAL STATEMENTS AND REVOCATION OF CEASE TRADE ORDER

Vancouver, BC – December 13, 2023 – Critical Infrastructure Technologies Ltd (CSE: CTTT) (OTCQB: CITLF) ("CiTech" or the "Company"), a developer and manufacturer of a high capacity, mobile communication tower, announces that, further to its news releases dated October 13, 2023, and November 6, 2023, the British Columbia Securities Commission (the "BCSC"), as the Company's principal regulator, in accordance with National Policy 11-207 – *Failure-to-File Cease Trade Orders and Revocations in Multiple Jurisdictions*, on December 11, 2023, has granted CiTech a revocation order respecting a failure-to-file cease trade order that has been in effect since November 3, 2023 (the "Revocation Order"). The issuance of the Revocation Order follows the filing by CiTech of its audited financial statements for the year ended June 30, 2023 and its interim financial statements for the three-month period ended September 30, 2023, and the related management's discussion and analysis and certifications on December 6, 2023 and December 7, 2023, respectively (the "Required Filings"). Copies of the Required Filings are available under the Company's SEDAR+ profile at [www.sedarplus.ca](http://www.sedarplus.ca).

The Company is also no longer listed as being in default on the BCSC's reporting issuer list and on the reporting issuer list, or default list, of each jurisdiction of Canada in which it is a reporting issuer to the extent that such jurisdiction maintains a list.

The common shares of the Company have been reinstated for trading by the Canadian Securities Exchange effective December 13, 2023.

#### **On Behalf of the Board of Directors:**

Brenton Scott, Director & Chief Executive Officer

Critical Infrastructure Technologies Ltd.

Brenton.s@citech.com.au

Tel: 614 1175-1191

#### **About Critical Infrastructure Technologies Ltd.**

Listed on the CSE with operations in Perth, Western Australia, CiTech is creating autonomous, high capacity, rapidly deployable technology that delivers essential services to where they are needed most. CiTech is targeting the mining, emergency services and defence sectors in relation to its first product release, the Nexus 16, which aims to provide critical mobile telecommunications for such sectors. Using patented technologies, CiTech's self-deploying platform (SDP) provides a solution for two of the greatest limitations of current rapidly deployable communication solutions, strength of the tower and ability to



rapidly self-deploy and operate, in numerous situations. The SDP is designed to support radio equipment including LTE (Long Term Evolution) and several other technology payloads, such as surveillance and anti-drone systems. CiTech has completed the research and development phase and is currently commercialising the first of many products that will be released. To learn more about the Company, visit [www.citech.com.au](http://www.citech.com.au).

*Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.*

#### **FORWARD-LOOKING INFORMATION**

*This news release contains “forward-looking information” and “forward-looking statements” (collectively, “**forward-looking information**”) within the meaning of applicable securities laws. Forward-looking information is generally identifiable by use of the words “believes,” “may,” “plans,” “will,” “anticipates,” “intends,” “could”, “estimates”, “expects”, “forecasts”, “projects” and similar expressions, and the negative of such expressions.*

*Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the Company’s actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information. Forward-looking information is based on the reasonable assumptions, estimates, analysis and opinions of management made in light of its experience and perception of trends, current conditions and expected developments, and other factors that management believes are relevant and reasonable. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. All forward-looking information herein is qualified in its entirety by this cautionary statement, and the Company disclaims any obligation to revise or update any such forward-looking information or to publicly announce the result of any revisions to any of the forward-looking information contained herein to reflect future results, events or developments, except as required by law.*