

**Report Pursuant to National Instrument 62-103 and
Section 5.2 of Multilateral Instrument 62-104 1**

This report is made pursuant to the provisions of the securities legislation referred to above in connection with the acquisition (“**Acquisition**”) of common shares (“**Subject Shares**”) of Arway Corporation (the “**Company**” or “**Arway**”), 501 - 121 Richmond St West, Toronto, Ontario M5H 2K1. The Subject Shares were issued in connection with a plan of arrangement involving Nextech AR Solutions Corp., the Company and 1373222 BC Ltd. pursuant to the provisions of Section 288 of the *Business Corporations Act* (British Columbia) (the “**Arrangement**”).

1. Name and Address of Acquirer

Evan Gappelberg (the “**Acquirer**”), 501 - 121 Richmond St West, Toronto, Ontario M5H 2K1, Tel: 631-655-6733. The transaction described above took place effective October 25, 2022.

2. The designation and number or principal amount of securities and the offeror’s securityholding percentage in the class or securities of which the offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances.

The Acquirer acquired ownership and control of 2,753,933 common shares of the Company (“**Subject Shares**”) representing approximately 10.3% of all issued and outstanding common shares of the Company (“**Shares**”) as of October 25, 2022, representing a corresponding increase in the Acquirer’s securityholding percentage in the Company.

3. The designation and number or principal amount of securities and the offeror’s securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file the news release.

Immediately before the Acquisition, the Acquirer held no Shares. Immediately following the Acquisition, the Acquirer held the 2,753,933 Subject Shares, representing approximately 10.3% of the issued and outstanding Shares at October 25, 2022.

4. The designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph (c) over which (i) the offeror, either alone or together with any joint actors, has ownership and control:

See item 3 above.

(ii) the offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the offeror or any joint actor:

Nil

(iii) the offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership:

Nil

5. The name of the market in which the transaction or occurrence that gave rise to the news release took place:

An aggregate of 2,475,000 Subject Shares were acquired from Nextech AR Solutions Inc. (“**Nextech**”) in consideration of past services (the “**Service Shares**”), and the balance of 278,933 Subject Shares were acquired directly from the Company pursuant to a pro rata share distribution to all existing shareholders of Nextech (the “**Pro Rata Shares**”). None of the Subject Shares were acquired through the facilities of any stock exchange.

6. The value, in Canadian dollars, of any consideration offered per security if the offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file a news release:

The Pro Rata Shares were acquired pursuant to the Arrangement for no additional consideration. The Service Shares were acquired at a deemed price of \$0.25 per share (or \$618,750 in the aggregate).

7. The purpose of the offeror and any joint actors in effecting the transaction or occurrence that gave rise to the news release, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer.

The holdings of securities of the Company by the Acquirer are managed for investment purposes. The Acquirer and its joint actors may from time to time acquire additional securities of the Company, dispose of some or all of the existing or additional securities they hold or will hold, or may continue to hold their current positions.

8. The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the news release, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities.

The Subject Shares were acquired in connection with the Arrangement, and do not entail any acquisition, holding, disposition or voting provisions.

9. The names of any joint actors in connection with the disclosure required by this Form.

N/A.

10. In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the offeror.

See item 6 above.

11. If applicable, a description of any change in any material fact set out in a previous report by the offeror under the early warning requirements or Part 4 of National Instrument 62-103 in respect of the reporting issuer’s securities.

Not Applicable.

12. If applicable, a description of the exemption from securities legislation being relied on by the offeror and the facts supporting that reliance.

Section 2.11 of National Instrument 45-106 on the basis that the Subject Shares were issued pursuant to the Arrangement.

DATED this 1st day of November, 2022

“Evan Gappelberg”

Authorized Signatory