

FORM 51-102F3
Material Change Report

**MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF
NATIONAL INSTRUMENT NO. 51-102**

Item 1. Reporting Issuer

ARway Corp. (the “Company”)
121 Richmond Street West
Suite 501
Toronto, Ontario
M5H 2K1

Item 2. Date of Material Change

A material change took place on January 25, 2023

Item 3. Press Release

On January 25, 2023, a news release in respect of the material change was disseminated by the Company.

Item 4. Summary of Material Change

The Company issued 1,559,556 share purchase warrants (the “Warrants”) to its service providers in connection with their employment and/or consulting arrangements with the Company. Each Warrant will be exercisable to acquire one common share of the Company at an exercise price of Cdn\$1.13 for a period of one year.

Item 5. Full Description of Material Change

The material change is described in the Company's press release attached hereto as Schedule "A", which press release is incorporated by reference herein.

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

The report is not being filed on a confidential basis.

Item 7. Omitted Information

No information has been omitted.

Item 8. Executive Officer

Evan Gappelberg

Item 9. Date of Report

DATED at Toronto, in the Province of Ontario, this 30th day of January, 2023.

SCHEDULE "A"

ARway Corp. Launches Breakthrough Computer Vision Enhanced Wayfinding Technology ***Global Image Recognition Market Size Reached*** ***US\$ 30 Billion***

TORONTO, O.N, Canada – January 25, 2023 – [ARway Corporation](#) ("ARway" or the "Company") (CSE: ARWY), (OTC: ARWYF) (FSE: E65) is disrupting the Augmented Reality Wayfinding market with a no-code, no beacon spatial computing platform enabled by visual marker tracking. ARway is pushing the envelope of what's possible by launching the Company's new Image Access Point technology. Image recognition and tracking for localization and wayfinding is newly developed technology that uses computer vision to trigger from a brand image or logo. Developers can now pre-select which images will serve as AR triggers, also known as Image Access Points. The Company plans to file an application to have this technology patented in Q1, 2023.

ARway Corp. believes that this breakthrough technology has significant revenue implications in advertising and adds to ARway's value proposition, transcending from a wayfinding tool into an advertising platform which activates off of brand logos.

Image Access Point technology allows smartphones to utilize advanced Computer Vision to recognize 2D images, activating an augmented reality (AR) map and experiences linked to that specific location. By using advanced computer vision technology, it can detect and augment images, providing a seamless and engaging experience for users.

Watch a preview of Image Access Point Technology – [click here](#)

The global image recognition market size reached US\$ 30.0 Billion in 2021 and is projected to reach US\$ 76.5 Billion by 2027, exhibiting a CAGR of 16.88% during 2021-2027.

Evan Gappelberg, CEO of ARway commented, "This technology offers a new and substantial revenue driver for ARway by providing interactive experiences and advertising opportunities, increasing foot traffic to specific areas or products. As a Company, we are committed to staying at the bleeding edge of AR technology and bringing innovative solutions to our customers. We believe

that Image Access Point technology is game-changing and expect that it will only accelerate the adoption of our tech with new customers. He continued, "By 2027, the market for image recognition technology will be worth \$76 Billion, and so once again we are positioning our Company at the forefront of yet another multi-billion dollar decade long mega-trend."

Previously, ARway experiences could only be accessed by scanning QR codes, but with this new technology, any 2D image such as posters, logos, ad banners, etc can now serve as a trigger. This is particularly powerful for brands with a strong presence as it enables them to use their own brand logos and ads as entry points into the real world metaverse, positioning their brand as a leader in innovation.

Industries and markets that can benefit from this technology include retail and shopping malls, sports stadiums, airports, hospitals, advertising, events and trade shows, art galleries and museums, entertainment, hospitality and more. One example of how it can be used is by implementing a store promotion ad banner as an Image Access Point. When scanned, it triggers an AR wayfinding path that guides shoppers directly to the store with the promotion. This not only helps shoppers navigate the store but also increases the chances of them visiting the promoted store, thus increasing the likelihood of sales.

Image Access Point technology can also meet a variety of needs for customers. It can increase brand recognition, engagement and interaction by using existing 2D visual content as Image Access Points. It can increase the rate of engagement with the ad or product displayed in the Image Access Point. It can also utilize existing 2D visual content to expand map access, resulting in more foot traffic to POIs in the map. Reusing existing 2D visual content as Image Access Points can save money, time, and resources otherwise spent on creating new QR codes. Additionally, it can scale map success by inviting more serendipitous visitors who discover the 2D image is a portal to an AR map.

Software Development Kit

[ARway Corp. recently announced a significant upgrade to its spatial computing Software Developer Kit \(SDK\)](#) with the release of version 2.0. Launching the SDK and its latest updates contributes to the expansion of ARway as a major player in the spatial computing and wayfinding market.

The launch of version 2.0 SDK marks the completion of the last major component of the AR wayfinding and spatial computing platform. The full ARway platform offering consists of the ARway app – for spatial mapping, The Creator Portal – for content management and analytics, and The ARwayKit SDK – for custom apps and integrations. The ARway SDK is being offered as a SaaS platform or can be used in limited ways for free with the ARway watermark.

Shares for Services

The Company also announces today that in order to manage its cash flow and reduce or possibly eliminate its dependency of raising capital for payroll it has established a new share purchase warrant program pursuant to which it will issue an aggregate of 1,559,556 share purchase warrants (the “Warrants”) to its service providers in connection with their employment and/or consulting arrangements with the Company. Each Warrant will be exercisable to acquire one common share of the Company (an “Underlying Share”) at an exercise price of Cdn\$1.13 for a period of one year. The Warrants will be automatically exercised in equal monthly tranches on a pro rata basis over the term of the Warrants, and the exercise price will be satisfied by the monthly salaries otherwise payable by the Company to the recipients of the Warrants. Upon exercise, the recipients of the Warrants may opt to either receive the Underlying Shares, or participate in a managed sale program to sell the Underlying Shares on the open market and receive the cash proceeds. Any shortfall as a result of participation in such a managed sale program will be funded by the Company.

To learn more about ARway, please follow on Social Media: [Twitter](#), [YouTube](#), [Instagram](#), [LinkedIn](#), and [Facebook](#), and visit our website: www.arway.ai

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ARway Corporation

Evan Gappelberg

CEO and Director

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About ARway Corp

ARway is a no-code spatial computing platform for the real-world Metaverse. It enables AR-enhanced indoor navigation and wayfinding solutions for large, multi-purpose venues enabled by marker-based tracking using QR codes. Visitors can access a venue map by scanning a QR code with their smartphone upon entering the venue to navigate to any Point of Interest (POI) with step by step directions, learn information about those POIs, and interact with rich AR content and experiences along the way.

The ARway offering has an unlimited number of use cases for augmenting physical spaces in the metaverse, consisting of indoor navigation with AR activations to improve the visitor experience in large and complex spaces. With value propositions spanning multiple industries and use cases, ARway leverages Nextech's 3D/AR technology solutions to new substantial markets, for use by creators, brands, and companies.

The ARway Platform Includes:

Web Creator Platform

The Web-Based Creator Platform provides 'advanced' authoring capabilities compared to the mobile app, including the ability for creators to upload their own OBJ/GLB files, and create their own 3D objects. Placing content in a large area using only mobile app required the user to physically be in the specific location which was unscalable. The web studio allows the user to place and author content remotely and at scale.

Mobile App

With the ARway mobile app, anyone can spatially map their location within minutes using their smartphone, and populate it with interactive 3D content, augmented reality wayfinding, audio, text, images, and more. Nextech AR provides several pre-loaded 3D objects which creators can leverage to populate their metaverse.

Download the Mobile App

Apple iOS – [click here](#)

Google Play Store – [click here](#)

ARwayKit SDK

The Software Development Kit contains code libraries and API information that allows developers to build their own white label & private label mobile apps on both iOS and Android leveraging ARway's technology and creator tools to build AR wayfinding and spatial experiences. Creators will be able to develop white label and private label apps and access ARway APIs to author maps using the Web Creator Portal. The SDK features the latest and greatest of the ARway mobile app.

Nextech AR Solutions

On October 26, 2022, ARway Corp. was spun-out from its parent Company, Nextech AR Solutions (OTCQX: NEXCF) (CSE: NTAR) (FSE: EP2). Nextech AR retained a control ownership in ARway Corp. with 13 million shares, or a 50% stake. Nextech AR Solutions is a Metaverse Company and leading provider of augmented reality ("AR") experience technologies and 3D model services. Nextech's AI-powered 3D modeling platform, "ARItize3D" has contracts with; AMZN, KSS, CB2, Genuine Parts & many others. To learn more about Nextech AR, [visit www.nextechar.com](http://www.nextechar.com)

Forward-looking Statements

The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.

Certain information contained herein may constitute "forward-looking information" under Canadian securities legislation. Generally, forward-looking information can be identified by the use of forward-looking terminology such as, "will be" or variations of such words and phrases or statements that certain actions, events or results "will" occur. Forward-looking statements regarding the completion of the transaction are subject to known and unknown risks, uncertainties and other factors. There can be no assurance that such statements will prove to be accurate, as future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information. ARway Corp. will not update any forward-looking statements or forward-looking information that are incorporated by reference herein, except as required by applicable securities laws.