

**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” or “ARway”)
PO Box 64039
Toronto RPO Royal Bank Plaza
Toronto, ON M5J 2T6

Item 2. Date of Material Change

A material change took place on August 2, 2023.

Item 3. Press Release

A news release in respect of the material change was disseminated on August 2, 2023.

Item 4. Summary of Material Change

The Company announced the appointment of Anthoy Pizzonia, CPA, to the Board of Directors and as the Audit Committee Chair.

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, Chief Executive Officer

Item 9. Date of Report

DATED at Toronto, in the Province of Ontario, this 10th day of August, 2023.

SCHEDULE “A”

ARway.ai Launches SaaS Business Model, Anticipates Increased Adoption, Revenue, And Expansion

Company now has 35 pilots underway globally

TORONTO, O.N, Canada – AUGUST 2, 2023 - [ARway.ai](https://arway.ai) (“ARway” or the “Company”) (CSE: ARWY), (OTC: ARWYF) (FSE: E65) is an AI powered Augmented Reality Experience platform with a disruptive no-code, no beacon spatial computing solution enabled by visual marker tracking with centimeter precision is pleased to announce the transition to a SaaS business model, and is now able to offer its Starter and Developer user plans through self-serve sign-up. This automation of the sales process will result in increased revenue, expanded distribution channels, increased usage and traction, and is timed perfectly with future developments in ARway technology and the spatial computing industry. ARway is already gaining popularity with developers, partners and enterprise clients, and the addition of SaaS will further the quick adoption of the Company’s easy-to-use platform with this automated sales experience. To date in 2023, ARway has approx 2800 (+975% increase) and 35 active trials and pilots (+1450% increase).

ARway’s CEO Evan Gappelberg commented “While ARway is gaining momentum with enterprise sales supported by a pipeline of almost \$3mill in potential business we thought the timing is now to launch a SaaS offering . He continues ”the SaaS offering is going to not only provide us with substantial revenue opportunities but also introduce the ARway platform to students and developers who represent the creator community which is very important for our business.”

ARway currently offers 5 distinct plans: Starter, Student, Developer, Partner and Corporate:

The Starter plan is a free subscription trial with limited features and usage for users interested in learning with the platform. This plan is targeted to new users who want to create their first spatial experience with the ARway template.

The Student plan is an exclusive program for all registered post-secondary students to access the ARway Developer plan at a reduced rate.

The Developer plan is targeted toward users looking to build a mobile application using ARway’s SDK, create their own custom brand and pitch their mobile app powered by ARway to their customers, which include partners and corporations. Pricing for the Developer plan is a one-time activation fee of USD \$249.

The Partner plan is designed for agencies and system integrators to develop spatial experiences for their clients.

The Corporate plan provides a customized fully integrated solution for corporations who are

looking to scale their spatial experiences. Partner & Corporate plans range from \$5,000-\$250,000 in annual licensing fees which include both Trials and Pilots.

To date in 2023, ARway.ai has experienced significant growth, amassing a user base of over 2800 free active users. The immediate focus is on converting these users into paying Developer plan subscribers. Additionally, the Company currently has 35 active trials and pilots underway, and the objective is to convert these opportunities into contracts, with potential values ranging from \$5,000 to \$250,000.

Shadnam Khan, Chief Product Officer of ARway.ai commented, “With our meticulously crafted Starter, Student, Developer, Partner, and Corporate plans, we're opening up new possibilities, flexibility, and accessibility to a diverse range of clients. From individuals venturing into spatial computing to developers with AR projects, agencies, and system integrators, and corporations seeking fully integrated solutions, ARway's SaaS model empowers everyone to create, innovate, and scale their spatial experiences like never before. Get ready to embark on an exhilarating journey with ARway, where immersive navigation meets boundless opportunities!”

Board of Directors and Audit Committee Changes

The Company would also like to announce the appointment of Anthony Pizzonia, CPA, to the Board of Directors and as a member of the Audit Committee. Anthony has over 30 years of experience in operating, financing, and business development within the public markets and has a demonstrated ability to manage financial and operational challenges within dynamic and growing businesses. Mr. Pizzonia currently serves as Senior Director of Finance for GS1, a global standards organization. Previously, Mr. Pizzonia held a variety of positions with increasing responsibility for over 24 years, at AlarmForce Industries, one of the largest residential security companies in North America. He ultimately served as Director and Chief Financial Officer from 1992 to 2016, and eventually President before the company was acquired by Bell Canada (BCE) in Sept 2017. Mr. Pizzonia was also CFO of ImaginAR, a publicly traded technology company that provides a self-publishing platform that integrates with a mobile app to instantly create augmented reality campaigns. Mr. Pizzonia is Chartered Public Accountant and holds an Honours Bachelor of Administrative Studies degree from York University.

Recent News

- [ARway.ai Secures \\$500,000 Annual License Agreement For its Augmented Reality Spatial Computing Navigation Platform](#)
- [ARway.ai Selected by TM Forum to Participate in Smart Airport Initiative Alongside Intel, Amazon, Vodafone and Other Technology Partners](#)
- [ARway.ai's Spatial Computing Platform Launches V2.5 With AI-Assisted Augmented Reality Pathfinding Experiences](#)
- [ARway.ai Spatial Computing Solution Gaining Momentum As 2023 Sales Pipeline Reaches Over \\$2.5M in Revenue Potential](#)

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

About ARway.ai

ARway.ai (CSE: ARWY) (OTCQB: ARWYF) (FSE: E65) is a spatial computing platform powered by artificial intelligence (AI) providing an array of augmented reality (AR) experiences for indoor spaces. ARway's breakthrough no-code no-beacon IPNN allows for the easy creation of navigation, tours, information sharing, notifications, advertising and gamification. ARway works seamlessly as a cross platform solution on iOS/ Android. ARway's technology is optimized for both mobile devices and AR glasses: Apple's Vision Pro, Magic Leap and Microsoft's HoloLens. ARway has unlimited use cases for augmenting physical spaces, making it a valuable tool for creators, brands and companies in various industries. The complete ARway platform includes: the Web Creator Studio, the [ARwayKit Software Development Kit \(SDK\)](#) and a mobile app for [iOs](#) and [Android](#).

Nextech 3D.ai

On October 26, 2022, ARway.ai. was spun-out from its parent Company, Nextech3D.ai (OTCQX: NEXCF) (CSE: NTAR) (FSE: EP2). Nextech retained a control ownership in ARway.ai. with 13 million shares, or a 50% stake. Nextech3D.ai 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 Nextech3D.ai, [visit www.nextechar.com](http://www.nextechar.com)

For further information, please contact:

Investor Relations Contact

Julia Viola
investor.relations@arway.ai

ARway.ai

Evan Gappelberg
CEO and Director
866-ARITIZE (274-8493)

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.ai will not update any forward-looking statements or forward-looking information that are incorporated by reference herein, except as required by applicable securities laws.