

**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 December 9, 2024.

Item 3. Press Release

A news release in respect of the material change was disseminated on December 9, 2024.

Item 4. Summary of Material Change

The Company announced the departure of Board member Belinda Tyldesley for personal reasons and the appointment of Peter Bloch.

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 18th day of December, 2024.

SCHEDULE "A"

ARway.ai Announces Board Member Changes

TORONTO, ON, Canada – December 9th – 2024 – 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 announces the departure of Board member **Belinda Tyldesley** for personal reasons. We thank her for her service!

Arway also announced the appointment of Peter Bloch, a successful entrepreneur as new BOD member replacing Mrs. Tyldesley.

Bio:

Peter Bloch was the Chief Executive Officer of Bresotec Inc. Mr. Bloch was also the CEO & Chairman of Bionik Laboratories from 2012 to 2018. Mr. Bloch is a CPA, CA, with a track record of building both public and private technology companies, mainly in the life sciences industry. In these roles, Mr. Bloch has secured significant funding for both private and public companies, gained experience with initial public offerings and led a number of acquisitions and partnership transactions. His past 25 years of executive management experience includes serving as Chief Financial Officer and joint interim CEO of Sanofi Canada Inc., the Canadian affiliate of Sanofi -Aventis, a global healthcare leader; Chief Financial Officer of Intellivax Inc., a biotechnology company which was sold to GlaxoSmithKline for \$1.75 billion; founder of Tribute Pharmaceuticals, a specialty pharmaceutical company; the Chief Financial Officer of Gennum Corporation, a public semiconductor company focused on the TV and medical device market and Chief Financial Officer of Just Energy, a large public electricity and gas company . These companies have ranged in size from start-ups to companies with revenues of over \$2 billion. Mr. Bloch also has substantial experience serving on the Board of Directors of both public and

private companies. Mr. Bloch also serves as an advisor to Mars Discovery District, a large Canadian incubator for technology companies.

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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 IPN 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: ISS). Nextech retained a control ownership in ARway.ai. with 13 million shares, or a 50% stake. Nextech3D.ai is a Generative AI powered 3D modeling 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

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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.