FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Corporation

Wonderfi Technologies Inc. (the "**Company**")
Suite 250, 780 Beatty Street,
Vancouver, British Columbia
V6B 2M1

Item 2. Date of Material Change

October 24, 2022

Item 3. News Release

The news release was disseminated through the news dissemination services of GlobeNewswire on October 25, 2022 and was filed under the Company's profile on SEDAR (www.sedar.com).

Item 4. Summary of Material Change

In its news release dated October 25, 2022 the Company announced the resignation of CEO and the appointment of a new CEO effective October 24, 2022.

Item 5. Full Description of Material Change

In its news release dated October 25, 2022, the Company announced the resignation of Ben Samaroo as CEO of the Company and the appointment of Dean Skurka as the Company's new CEO effective October 24, 2022. For more information, please view the news release issued on October 25, 2022 available under the Company's profile on SEDAR (www.sedar.com).

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

Dean Skurka
Chief Executive Officer
Telephone: (778) 843-9637

Item 9. Date of Report

November 3, 2022

Cautionary Note About Forward-Looking Statements and Information

Certain of the information contained in this material change report constitutes "forward-looking information" within the meaning of applicable Canadian securities legislation and may also contain statements that may constitute "forward-looking statements" within the meaning of the safe harbor provisions of the United States Private Securities Litigation Reform Act of 1995 and applicable Canadian securities legislation. Such forward-looking information and forward-looking statements are not representative of historical facts or information or current condition, but instead represent only the Company's beliefs regarding future events, plans or objectives, many of which, by their nature, are inherently uncertain and outside of the Company's control. Generally, such forward-looking information or forward-looking statements can be identified by the use of forward-looking terminology such "could", "intend", "expect", "believe", "will", "projected", "estimated", or variations of such words.

By identifying such information and statements in this manner, the Company is alerting the reader that such information and statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such information and statements. In addition, in connection with the forward-looking information and forward-looking statements contained in this material change report, the Company has made certain assumptions. Among the key factors that could cause actual results to differ materially from those projected in the forward-looking information and statements are the following: WonderFi's and BCF's ability to complete the proposed Transaction; BCF's ability to secure the necessary securityholder approval of the proposed Transaction; WonderFi's and BCF's ability to secure the necessary legal and regulatory approvals, required to complete the Transaction; WonderFi's ability to achieve the synergies expected as a result of the Transaction; BCF's ability to meet the working capital target and the adjustment to the consideration payable to BCF shareholders pursuant to the proposed Transaction; material adverse changes in general economic, business and political conditions, including changes in the financial markets, changes in applicable laws, and compliance with extensive government regulation. Should one or more of these risks, uncertainties or other factors materialize, or should assumptions underlying the forward-looking information or statements prove incorrect, actual results may vary materially from those described herein.

Although the Company believes that the assumptions and factors used in preparing, and the expectations contained in, the forward-looking information and statements are reasonable, undue reliance should not be placed on such information and statements, and no assurance or guarantee can be given that such forward-looking information and statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information and statements. The forward-looking information and forward-looking statements contained in this material change report are made as of the date of this material change report, and the Company does not undertake to update any forward-looking information and/or forward-looking statements that are contained or referenced herein, except in accordance with applicable securities laws. All subsequent written and oral forward- looking information and statements attributable to the Company or persons acting on its behalf is expressly qualified in its entirety by this notice. All values stated in this release are in Canadian dollars.

This material change reports does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described herein in the United States. The securities described herein have not been registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities law and may not be offered or sold in the "United States", as such term is defined in Regulation S promulgated under the U.S. Securities Act, unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration requirements is available.