FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. **Name and Address of Company**

Advent-AWI Holdings Inc.
Unit 719 – 550 West Broadway
Vancouver, BC V5Z 0E9

Item 2. **Date of Material Change**

June 20, 2022

Item 3. **News Release**

A News Release dated and issued June 20, 2022, at Vancouver, British Columbia, through Canada Stockwatch, Market News and SEDAR.

Item 4. **Summary of Material Change**

Advent-AWI Holdings Inc. announces potential change of majority interest in subsidiary, Advent Telemedicare Limited

Item 5. **Full Description of Material Change**

See news release, a copy of which is attached hereto.

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**

Alice Chiu, President, CEO & Director
Telephone: 604.428.0028

Item 9. **Date of Report**

June 20, 2022

Advent-AWI Holdings Inc.
Unit 719 – 550 West Broadway
Vancouver, BC V5Z 0E9

Advent-AWI Holdings Inc. Announces Potential Change of Majority Interest in Subsidiary, Advent Telemedicare Limited

Vancouver, BC, Canada, June 20, 2022 – Advent-AWI Holdings Inc. (the "*Company*") (TSXV:AWI) announces that it has entered into an agreement with an arm's length purchaser, Wealth Blooming Holdings Ltd., which could result in the Company becoming a minority shareholder of Advent Telemedicare Limited ("**ATL**"). The Company currently owns 100% of ATL (1,000 Ordinary Shares). The agreement contemplates that the Company will receive 2,000 Preference Shares and 12,000 Ordinary Shares of ATL in payment of an outstanding shareholder loan totaling approximately HK$15,000,000 owed by ATL to the Company. Thereafter, on or before July 30, 2022, the Company will sell 1,950 Ordinary Shares to the purchaser in consideration for HK$1,950,000 and at the same time, the purchaser will subscribe for and purchase 4,550 Ordinary Shares from ATL for HK$4,550,000. The agreement further contemplates that on or before December 31, 2022, the purchaser will subscribe for and purchase an additional 6,500 Ordinary Shares from ATL for HK$6,500,000. Upon completion of all of these transactions, the purchaser will own a 54.05% interest in ATL and the Company will own a 45.95% interest in ATL.

A cash finder's fee aggregating approximately HK$850,000 will be payable by the Company and/or ATL, as applicable, to Perfect Skyline Limited upon completion of all of the above described transactions.

Ms. Alice Chiu, President & CEO of the Company, stated: "We are delighted to partner with our new investor to further expand our Telemedicare operations with their additional financing and business networking."

Mr. Francis Mak, Executive Director & CFO of ATL, stated: "Strategic partnerships are key to our future successes. We look forward to realizing the synergies created from this new partnership."

On Behalf of the Board of Directors

"Alice Chiu"
Alice Chiu
President, CEO & Director

Forward-looking information

All statements included in this press release that address activities, events or developments that the Company expects, believes or anticipates will or may occur in the future are forward-looking statements. These forward-looking statements involve numerous assumptions made by the Company based on its experience, perception of historical trends, current conditions, expected future developments and other factors it believes are appropriate in the circumstances. In addition, these statements involve substantial known and unknown risks and uncertainties that contribute to the possibility that the predictions, forecasts, projections and other forward-looking statements will prove inaccurate, certain of which are beyond the Company's control. Readers should not place undue reliance on forward-looking statements. Except as required by law, the Company does not intend to revise or update these forward-looking statements after the date hereof or to revise them to reflect the occurrence of future unanticipated events.