FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Abaxx Technologies Inc. (“Abaxx” or the “Company”)
18 King St. E, Suite 902
Toronto, Ontario M5C 1C4

Item 2 Date of Material Change

August 27, 2021

Item 3 News Release

The press release attached as Schedule “A” was released on August 27, 2021.

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule “A”.

Item 5 Full Description of Material Change

The material change is described in the press release attached as Schedule “A”.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Joshua Crumb
Chief Executive Officer
Abaxx Technologies Inc.
info@abaxx.tech

Item 9 Date of Report

August 27, 2021

Schedule "A"

Abaxx Technologies Inc. Announces Results of 2021 Annual and Special Meeting of Shareholders

TORONTO, Aug. 27, 2021 -- Abaxx Technologies Inc. (NEO:ABXX) (OTCQX:ABXXF) (“Abaxx” or the “Company”), a financial software (fintech) company, majority shareholder of Abaxx Singapore Pte. Ltd. the Abaxx Commodity Exchange (ACX), and producer of the SmarterMarkets™ Podcast, is pleased to announce the results of its annual and special meeting of shareholders held in Toronto on August 25, 2021 (the “**Meeting**”). A total of 30,514,174 common shares, representing 42.96% of the issued and outstanding common shares of the Company, were represented at the meeting.

Seven (7) directors were elected to the Company for the ensuing year. The following is a tabulation of the votes submitted by management proxy:

Director Nominee	Votes in Favour	%	Votes Withheld	%
Joshua Crumb	11,926,984	94.95%	634,567	5.05%
Thom McMahon	12,542,325	99.85%	19,226	0.15%
Margot Naudie	10,569,370	84.14%	1,992,181	15.86%
Catherine Flax	11,911,362	94.82%	650,189	5.18%
W. Scott Leckie	11,927,008	94.95%	634,543	5.05%
Daniel P. Owen	12,491,234	99.44%	70,317	0.56%
Cyrus Hiramanek*	11,298,438	100%	-	-

*The election of Cyrus Hiramanek was added as an amendment to the Meeting agenda following the distribution of proxies. At the Meeting, management of the Company voted “for” the amendment regarding the election of Mr. Hiramanek by way of discretionary proxies.

Shareholders voted in favour of reappointing MNP LLP, Chartered Accountants, as auditors of the Company for the ensuing year and authorized the directors to fix their remuneration.

	Votes in Favour	%	Votes Withheld	%
MNP LLP	19,103,347	99.42%	112,389	0.58%

Shareholders also voted in favour of a special resolution authorizing a reduction of the stated capital of the Company, the full text of which is available in the Company’s information circular dated July 16, 2021.

	Votes in Favour	%	Votes Against	%
Stated Capital Reduction	12,520,243	99.67%	41,308	0.33%

About Abaxx Technologies

Abaxx is a development stage financial software company that has created proprietary technological infrastructure for both global commodity exchanges and the digital marketplace. The Company’s formative technology increases transaction velocity, data security, and facilitates improved risk management for the majority owned, Abaxx Singapore Pte. Ltd. (“ACX”, “Abaxx Commodity Exchange”, or “Abaxx.Exchange”) - a commodity futures exchange that is seeking final regulatory approvals as a Recognized Market Operator (“RMO”) and Approved Clearing House (“ACH”) with the Monetary Authority of Singapore (“MAS”).

Abaxx is also the owner of the LabMag and KeMag iron ore assets, resulting from the reverse take-over of New Millennium Iron Corp, and the creator and producer of the SmarterMarkets™ podcast.

For more information please visit abaxx.tech and abaxx.exchange.

Media and Investor Inquiries:

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Forward-Looking Statements

This News Release includes certain "forward-looking statements" which do not consist of historical facts. Forward-looking statements include estimates and statements that describe Abaxx or the Company's future plans, objectives or goals, including words to the effect that Abaxx expects a stated condition or result to occur. Forward-looking statements may be identified by such terms as "seeking", "believes", "anticipates", "expects", "estimates", "may", "could", "would", "will", or "plan". Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. Although these statements are based on information currently available to Abaxx, Abaxx does not provide any assurance that actual results will meet management's expectations. Risks, uncertainties and other factors involved with forward-looking information could cause actual events, results, performance, prospects and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward looking information in this news release includes, but is not limited to, Abaxx' objectives, goals or future plans, statements, timing of the commencement of operations and estimates of market conditions. Such factors include, among others: risks relating to the global economic climate; dilution; the Company's limited operating history; future capital needs and uncertainty of additional financing; the competitive nature of the industry; currency exchange risks; the need for Abaxx to manage its planned growth and expansion; the effects of product development and need for continued technology change; protection of proprietary rights; the effect of government regulation and compliance on Abaxx and the industry; network security risks; the ability of Abaxx to maintain properly working systems; reliance on key personnel; global economic and financial market deterioration impeding access to capital or increasing the cost of capital; and volatile securities markets impacting security pricing unrelated to operating performance. In addition, particular factors which could impact future results of the business of Abaxx include but are not limited to: operations in foreign jurisdictions, protection of intellectual property rights, contractual risk, third party risk; clearinghouse risk, malicious actor risks, third-party software license risk, system failure risk, risk of technological change; dependence of technical infrastructure, an inability to predict and counteract the effects of COVID-19 on the business of the Company, including but not limited to the effects of COVID-19 on the price of commodities, capital market conditions, restriction on labour and international travel and supply chains. Abaxx has also assumed that no significant events occur outside of Abaxx' normal course of business.

Abaxx cautions that the foregoing list of material factors is not exhaustive. In addition, although Abaxx has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated or intended. When relying on Abaxx forward-looking statements and information to make decisions, investors and others should carefully consider the foregoing factors and other uncertainties and potential events. Abaxx has assumed that the material factors referred to in the previous paragraph will not cause such forward-looking statements and information to differ materially from actual results or events. However, the list of these factors is not exhaustive and is subject to change and there can be no assurance that such assumptions will reflect the actual outcome of such items or factors. The forward-looking information contained in this press release represents the expectations of Abaxx as of the date of this press release and, accordingly, is subject to change after such date. Readers should not place undue importance on forward-looking information and should not rely upon this information as of any other date. Abaxx does not undertake to update this information at any particular time except as required in *accordance with applicable laws. The NEO Exchange does not accept responsibility for the adequacy or accuracy of this press release.*