

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

INEO Tech Corp. (the “**Company**”)
#105 - 19130 24th Avenue
Surrey, BC V3Z 3S9

Item 2 Date of Material Change

October 31, 2025

Item 3 News Release

The Company disseminated a news release via Newsfile, dated October 31, 2025 and a copy was subsequently filed on SEDAR+.

Item 4 Summary of Material Change

The Company has closed a non-brokered private placement announced in its news release of October 9, 2025, pursuant to which it issued an additional 5,990,000 common shares of the Company at a price of \$0.04 per share.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On October 31, 2025, the Company closed the non-brokered private placement announced in its news release of October 9, 2025 (the “**Financing**”). The Company issued an additional 5,990,000 common shares (the “**Shares**”) at a price of \$0.04 per Share for gross proceeds of \$239,600. The issuance was approved by the INEO board of directors via consent resolution on October 27, 2025.

The Company received conditional acceptance from the TSXV for closing of private placement on October 23, 2025. Final acceptance remains subject to customary post-closing filings. No finder’s fees were paid in connection with the Financing.

The proceeds will be used for working capital and general corporate purposes, including support for ongoing customer deployments and product development.

The Shares Offering are subject to a hold period of four months and one day from the issuance date in accordance with applicable securities laws.

The Shares were issued pursuant to prospectus exemptions under NI 45-106, including the accredited investor exemption (section 2.3).

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Kyle Hall: Chief Executive Officer
Email: investor@ineosolutionsinc.com
Phone: 604-244-1895

Item 9 Date of Report

November 14, 2025