FORM 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 Name and Address of Company:

OCUMETICS TECHNOLOGY CORP. (the "**Corporation**")

1250, 639 – 5th Avenue SW
Calgary, Alberta T2P 0M9

ITEM 2 Date of Material Change:

July 29, 2026

ITEM 3 News Release:

The news release was distributed on July 29, 2026 and filed on SEDAR on July 29, 2026.

ITEM 4 Summary of Material Change:

The Corporation announced that it had completed a private placement of units (the "**Transaction**").

ITEM 5 Full Description of Material Change:

The full press release with respect to the Transaction is attached hereto as Schedule "A".

The following is provided in accordance with Section 5.2 of Multilateral Instrument 61-101 – "*Protection of Minority Security Holders in Special Transactions*" ("**MI 61-101**")

(a) **description of the Transaction and its material terms:**

Please refer to attached press release.

(b) **the purpose and business reasons for the Transaction:**

Please refer to attached press release.

(c) **the anticipated effect of the Transaction on the issuer's business and affairs:**

Please refer to attached press release.

(d) **a description of (i) the interest in the Transaction of every interested party and of the related parties and associated entities of the interested parties and (ii) the anticipated effect of the Transaction on the percentage of securities of the issuer, or of an affiliated entity of the issuer, beneficially owned or controlled by each person referred to in subparagraph (i) for which there would be a material change in that percentage:**

Michael Edwards participated in the Transaction through the purchase of an aggregate of 50,000 Units of the Corporation for the purchase price of $17,500.00. Mr. Edwards a "Related Party" under MI 61-101 as he is a director of the Corporation.

Prior to the Transaction, the Mr. Edwards held 516,666 (0.38%) common shares in the share capital of the Corporation ("**Common Shares**") and securities convertible into Common Shares. As a result of the Transaction, Mr. Edwards holds, directly and indirectly, 566,666 (0.42%) of the issued and outstanding Common Shares.

(e) **unless this information will be included in another disclosure document for the Transaction, a discussion of the review and approval process adopted by the board of directors and the special committee, if any, of the issuer for the Transaction, including a discussion of any materially contrary view or abstention by a director and any material disagreement between the board and the special committee:**

Please refer to attached press release.

(f) **a summary, in accordance with section 6.5, of the formal valuation, if any, obtained for the Transaction, unless the formal valuation is included in its entirety in the material change report or will be included in its entirety in another disclosure document for the Transaction;**

In reliance upon the exemption from the Formal Valuation Requirement provided in section 5.5(a) of MI 61-101 (see the Corporation's response under paragraph (i) below), the Corporation did not obtain a formal valuation for the Transaction.

(g) **disclosure, in accordance with section 6.8, of every prior valuation in respect of the issuer that relates to the subject matter of or is otherwise relevant to the Transaction (i) that has been made in the 24 months before the date of the material change report, and (ii) the existence of which is known, after reasonable inquiry, to the issuer or to any director or senior officer of the issuer:**

None

(h) **the general nature and material terms of any agreement entered into by the issuer, or a related party of the issuer, with an interested party or a joint actor with an interested party, in connection with the Transaction:**

The Transaction was completed with Providential Holdings Inc., which is a Related Party under the provisions of MI 61-101. Please refer to attached press release for details of the Transaction.

(i) **disclosure of the formal valuation and minority approval exemptions, if any, on which the issuer is relying and the facts supporting reliance on the exemptions:**

The Transaction is exempt from the Formal Valuation Requirement and from the Minority Approval Requirement as neither the fair market value of the subject matter of, nor the fair market value of the consideration for, the Transaction, insofar as it involves interested parties, exceeds 25% of the Corporation's market capitalization. On the date of the Transaction, the market capitalization of the Corporation was $62,344,918.26. The subscription from Mr. Edwards amounted to $20,000.00, or 0.03% of the Corporation's market capitalization.

ITEM 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102:

Not Applicable.

ITEM 7 Omitted Information:

Not Applicable.

ITEM 8 Executive Officer:

Further information relating to this Material Change Report may be obtained from:

Roger Jewett, Chief Financial Officer
Telephone: (403) 650-7718

ITEM 9 Date of Report:

July 29, 2026

The foregoing accurately discloses the material change referred to in this report.

SCHEDULE "A"

(attached)

NEWS RELEASE

Ocumetics Announces Completion of First Tranche of Unit Private Placement

For Immediate Release

Calgary, Alberta – July 29, 2026. Ocumetics Technology Corp. ("**Ocumetics**" or the "**Corporation**") (TSXV: OTC) (OTCQB: OTCFF) (FRA: 2QBO) announces that it has completed the first tranche of the private placement previously announced by the Corporation on July 7, 2026 (the "**Offering**").

The Corporation has issued an aggregate of 1,120,325 units ("**Units**") at a price of $0.40 per unit for aggregate gross proceeds of $448,130. Each Unit consists of one common share in the share capital of the Corporation ("**Common Share**") and one common share purchase warrant ("**Warrant**"). Each Warrant entitles the holder to purchase one additional Common Share at an exercise price of $0.50 for a period of three years from the date of issuance of the Warrant.

Leede Financial Inc., Ventum Financial Corp., Research Capital Corporation and Hampton Securities Limited (the "**Finders**") assisted the Corporation in finding subscribers for the Offering. In consideration for their assistance, the Corporation paid to the Finders cash commissions amounting to $15,030.40 and issued to the Finders an aggregate of 37,576 Warrants.

The Warrants are subject to an acceleration clause such that if the volume weighted average trading price of the Common Shares on the TSX Venture Exchange is at least $0.75 per Common Share for a period of 30 consecutive trading days, the expiry date of such warrants may be accelerated by the Corporation to a date that is not less than 30 days after the date that notice of such acceleration is provided to the warrant holders by way of a press release.

The total offering is for of up to 6,000,000 Units at a price of $0.35 per Unit for gross proceeds of up to $2,100,000. The Corporation intends to close the rest of the Offering in one or more subsequent tranches.

Net proceeds of the Offering are expected to be used to fund the Corporation's continuing first in-human clinical trials, for ongoing research and development and for general working capital. Although the Corporation intends to use the proceeds of the offering as described above, the actual allocation of proceeds may vary from the uses set out above, depending upon future operations, events or opportunities.

The Common Shares and Warrants are subject to a hold period of four months and one day from the date of issuance provided that any Warrants that were issued to Finders are non-transferrable.

Closing of the Offering was subject to the conditional approval from the TSX Venture Exchange, which was obtained.

Related Party Transaction

Michael Edwards, a director of the Corporation, participated in the Offering. The Offering was therefore a "Related Party Transaction" under Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions ("**MI 61-101**"). The Corporation relied upon the exemptions from the minority shareholder approval and valuation requirements set out in Sections 5.7(1)(a) and 5.5(a), respectively, of MI 61-101. The Offering, including the subscriptions of Mr. Edwards, was approved unanimously by the directors of the Corporation by resolution.

A material change report regarding the Offering was not filed 21 days before the completion of the Offering as 21 days prior to the completion of the Offering, completion of the Offering was uncertain and therefore did not at that time constitute a material change.

About Ocumetics

Ocumetics Technology Corp. (TSXV: OTC) (OTCQB: OTCFF) (FRA: 2QBO) is a Canadian research and product development company that is dedicated to developing advanced vision correction solutions that enhance the quality of life for patients. Through innovative research and development, Ocumetics aims to transform the field of ophthalmology with state-of-the-art intraocular lenses and other vision-enhancing technologies.

Ocumetics is in the first-in-human early feasibility study phase of a game-changing technology for the ophthalmic industry. Ocumetics has developed a dynamic intraocular lens that fits within the natural lens compartment of the eye, potentially to eliminate the need for corrective lenses. It is designed to allow the eye's natural muscle activity to shift focus from distance to near, providing clear vision at all distances without the help of glasses or contact lenses, and without perceptible time lag.

FOR FURTHER INFORMATION, PLEASE CONTACT:

David Burwell
Director, Investor Relations
dave.burwell@ocumetics.com
(403) 410-7907

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION: This news release includes certain "forward-looking statements" under applicable Canadian securities legislation. Forward-looking statements include, but are not limited to, statements with respect to the commencement, timing and scope of the Corporation's planned clinical trial program and other research and development activities and that they will be conducted as expected. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Such factors include but are not limited to: operational matters, historical trends, current conditions and expected future developments, access to financing as well as other considerations that are believed to be

appropriate in the circumstances. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The Corporation disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.