FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 — Name and Address of Company

Cross Border Capital I Inc. ("CBX" or the "Corporation")
Suite 1600, 1 First Canadian Place
100 King Street West,
Toronto, Ontario, M5X 1G5

Item 2 — Date of Material Change

February 18, 2022

Item 3 — News Release

The press release was issued through Cison and filed on SEDAR on February 18, 2022.

Item 4 — Summary of Material Change

On February 18, 2022, the Corporation announced certain updates from its press release dated January 6, 2022 in regards to CBX's proposed qualifying transaction (the "**Transaction**") with Message Notify Ltd. d/b/a SuperBuzz, a corporation existing under the laws of the State of Israel ("**SuperBuzz**"), pursuant to which the Corporation will acquire all of the issued and outstanding shares in the capital securities of SuperBuzz. When completed, the Transaction will constitute the Corporation's Qualifying Transaction, as such term is defined in the policies of the TSX Venture Exchange (the "**TSXV**"). The Transaction is subject to compliance with all necessary regulatory and other approvals and certain other terms and conditions. SuperBuzz, CBX and the shareholders of SuperBuzz entered into a securities exchange agreement (the "**Definitive Agreement**") which was negotiated at arm's length and is effective as of January 6, 2022.

Item 5 — Full Description of Material Change

5.1 — Full Description of Material Change

On February 18, 2022, the Corporation announced certain updates from its press release dated January 6, 2022 in regards to CBX's proposed Transaction with SuperBuzz, a corporation existing under the laws of the State of Israel, pursuant to which the Corporation will acquire all of the issued and outstanding shares in the capital securities of SuperBuzz. When completed, the Transaction will constitute the Corporation's Qualifying Transaction, as such term is defined in the policies of the TSXV. The Transaction is subject to compliance with all necessary regulatory and other approvals and certain other terms and conditions. SuperBuzz, CBX and the shareholders of SuperBuzz entered into the Definitive Agreement which was negotiated at arm's length and is effective as of January 6, 2022.

CBX held a meeting of its shareholders on February 7, 2022 (the "**CBX Shareholders Meeting**") in order to pass resolutions approving among other things, (i) the election of the Corporation's directors and post-Transaction directors; (ii) the appointment of the auditors of CBX and the auditors of the Corporation upon the completion of the Transaction; and (iii) approving an amendment to the articles of the Corporation to change the name of CBX to "SuperBuzz Inc." or to such other name as the board of directors of the Corporation, in its sole discretion, deem appropriate (the "**Name Change**"). At the CBX Shareholders Meeting, the shareholders approved among other things, the new slate of directors and the Name Change, such changes to take effect upon completion of the Transaction.

SuperBuzz has, exclusive of the securities issued in the Concurrent Offering (as defined herein), as of the date hereof, (a) 4,358,054 ordinary shares (each, a "**SuperBuzz Share**") issued and outstanding, (b) 458,615 restricted stock units ("**RSUs**"), and (c) simple agreements for future equity ("**SAFEs**") having an aggregate principal amount of $272,000. Prior to the completion of the Transaction, SuperBuzz intends to effect a stock split on the basis of 5.1313 post-stock split SuperBuzz Shares (each, a "**Split SuperBuzz Share**") for each one (1) pre-stock split SuperBuzz Share.

As part of the Transaction, SuperBuzz has closed a brokered private placement (the "**Concurrent Offering**") of (a) subscription receipts ("**Subscription Receipts**") of SuperBuzz at a price of $0.40 per Subscription Receipt for aggregate gross proceeds of $2,197,896 and (b) units of SuperBuzz ("**Units**") at a price of $2.05 per Unit for aggregate gross proceeds of $100,000. The Concurrent Offering was completed pursuant to the terms of an agency agreement dated February 17, 2022 (the "**Agency Agreement**") among SuperBuzz, Amuka Capital Corp., (the "**Agent**") and CBX.

The Concurrent Offering was completed in connection with the Transaction. Each Subscription Receipt will automatically convert into one (1) underlying unit of SuperBuzz ("**Underlying Unit**"). Each Underlying Unit is comprised of one (1) Split SuperBuzz Share and one whole warrant (each, an "**Underlying Warrant**"). Each Underlying Warrant will entitle the holder thereof to purchase one (1) Split SuperBuzz Share at a price of $0.60 per Split SuperBuzz Share for a period of 24 months from the date on which certain standard escrow release conditions are satisfied. Each Unit is comprised of one SuperBuzz Share and one (1) whole warrant ("**Warrant**"). Each Warrant entitles the holder to acquire one (1) SuperBuzz Share at a price of $3.08 per SuperBuzz Share for a period of 24 months from the date of issuance.

As compensation, the Agent was paid a cash commission of $39,957.92. In addition, cash commissions were paid to certain Israeli finders: (a) Roee Eizanman was paid a cash commission of $24,000, (b) Smadar Avisror was paid a cash commission of $1,600. Upon closing of the Transaction, CBX will issue to the Agent 92,395 compensation options ("**Compensation Options**"). Each Compensation Option entitles the holder to acquire one (1) unit of the Resulting Issuer at an exercise price of $0.40 for a period of 24 months following the satisfaction of certain escrow release conditions. In addition, CBX will issue securities to certain Israeli finders: (a) Roee Eizanman will be issued 60,000 restricted stock units of the Resulting Issuer ("**Resulting Issuer RSUs**"), (b) Nahum Segal will be issued 116,563 Resulting Issuer RSUs and 116,563 common shares of the Resulting Issuer ("**Resulting Issuer Shares**"), (c) Ariel Katz will be issued 20,975 Resulting Issuer Shares and 20,975 common share purchase warrants of the Resulting Issuer, and (d) Smadar Avisror will be issued 4,000 Resulting Issuer RSUs.

Following completion of the Concurrent Offering, the Transaction will result in CBX issuing 22,479,044 CBX Shares to the current SuperBuzz Shareholders, 5,494,740 CBX Shares to the subscribers under the Concurrent Offering and 1,216,228 CBX Shares to the holders of the SAFEs, which, immediately prior to the closing of the Transaction, will automatically convert into Split SuperBuzz Shares, in accordance with their terms. Following the completion of the Transaction, 34,085,987 CBX Shares will be outstanding. The former SuperBuzz Shareholders (excluding holders of securities in the Concurrent Offering) will own approximately 70% of the CBX Shares, current CBX shareholders will hold appropriately 15% of the CBX Shares, and the purchasers under the Concurrent Offering will hold approximately 15% of the CBX Shares. Accordingly, the Transaction will constitute a reverse takeover of CBX. Completion of the Transaction is conditional upon all necessary regulatory approvals, including the approval of the TSXV, and other conditions which are typical for a business combination transaction of this type.

Prior to completion of the Transaction (and as conditions of closing):

- The parties will file a non-offering prospectus in accordance with the rules of the TSXV and relevant securities law, outlining the terms of the Transaction.

- CBX and SuperBuzz will, if necessary, obtain the requisite board and shareholder approvals for the Transaction and any ancillary matters contemplated in the Definitive Agreement, including to change the name of CBX to "SuperBuzz Inc."

- All requisite regulatory approvals relating to the Transaction, including, without limitation, the TSXV, will have been obtained.

It is expected that the CBX (as it exists following the Transaction, the "Resulting Issuer") will be classified as a Tier 2 Technology Issuer.

5.2 — Disclosure for Restructuring Transactions

Not applicable.

Item 6 — Item 6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102 – Continuous

Not applicable.

Item 7 — Omitted Information

No information has been omitted from this material change report.

Item 8 — Executive Officer

Yaniv Bresler,
Chief Executive Officer
Telephone: 972 54 333 2304
Email: yaniv@ybresler.com

Item 9 — Date of Report

February 24, 2022