

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Corporation

Cross Border Capital I Inc. (“**CBX**”)
1 First Canadian Place
Suite 1600
100 King Street West
Toronto, Ontario
M5X 1G5

Item 2: Date of Material Change

June 16, 2022.

Item 3: News Release

A news release was issued by CBX on Newswire and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule “A”.

Item 4: Summary of Material Change

CBX reports, further to its press release dated June 17, 2022, that Message Notify Ltd. d/b/a SuperBuzz (“**SuperBuzz**”) has filed a final non-offering prospectus dated June 16, 2022 (the “**Prospectus**”) with the securities regulatory authorities in Ontario, Alberta, and British Columbia (together, the “**Securities Regulators**”).

Item 5.1: Full Description of Material Change

On June 16, 2022, SuperBuzz obtained a receipt for its Prospectus filed with the Securities Regulators. The filing of the Prospectus was completed in respect of the Qualifying Transaction between CBX and SuperBuzz (the “**QT**”), after CBX having received conditional acceptance from the TSX Venture Exchange (the “**TSXV**”) for the QT. As a result of the foregoing, CBX and SuperBuzz have satisfied all escrow release conditions under SuperBuzz’s previously announced brokered private placement of subscription receipts (the “**Subscription Receipt Financing**”), and gross proceeds of \$2,197,896 were released from escrow, and the subscription receipts were exchanged for an aggregate of 5,494,740 ordinary shares of SuperBuzz and 5,494,740 ordinary share purchase warrants of SuperBuzz. The Subscription Receipt Financing 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 net proceeds from the Subscription Receipt financing will be used for the purposes outlined in the Prospectus.

Further to CBX’s press release dated February 18, 2022 and with reference to capitalized terms therein, the Agent acted as SuperBuzz’s agent to offer the Subscription Receipts for sale on a best-efforts basis. SuperBuzz paid the Agent a cash commission equal of \$39,957.92 upon the satisfaction of certain escrow release conditions. In addition, the Agent will be issued 92,395 Compensation Options by CBX upon closing of the QT. Certain Israeli finders were paid cash commissions of an aggregate of \$25,600 and issued 180,563 SuperBuzz RSUs and 137,538 Split SuperBuzz Shares upon the satisfaction of certain escrow release conditions. 20,975 Resulting Issuer warrants will be issued to one of the Israeli finders upon closing of the QT. Jared Adelstein, a director and shareholder of CBX who holds 100,000 CBX common shares, is also the beneficial holder of 231,000 SuperBuzz Shares and is a dealing representative of the Agent, and, in such capacity, anticipates becoming the beneficial holder of 70% of the Compensation Options issued to the Agent. Mr. Adelstein declared his conflict of interest to the CBX’s board of directors and did not

participate in the ultimate decision-making deliberations of the board of directors regarding the QT. As such, the QT is subject to Policy 5.9 of the TSXV and Multilateral Instrument 61-101 - *Protection of Minority Security Holders In Special Transactions* (“**MI 61-101**”). CBX intends to rely on the exemptions contained in Sections 5.5(b) and 5.7(1)(a) of MI 61-101 in respect of the Formal Valuation and Minority Approval (as such terms are defined under MI 61-101) requirements, respectively.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7: Omitted Information

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

Item 8: Executive Officer

Yaniv Bresler
Chief Executive Officer
T: +972-54-333-2304
E: yaniv@ybresler.com

Item 9: Date of Report

June 23, 2022.

"SCHEDULE A"

FOR IMMEDIATE RELEASE

**CBX AND SUPERBUZZ FILE FINAL NON-OFFERING PROSPECTUS, RECEIVE TSXV
CONDITIONAL APPROVAL FOR QUALIFYING TRANSACTION, AND SATISFY ESCROW
RELEASE CONDITIONS**

***Not for distribution to United States newswire services or for release publication,
distribution or dissemination directly, or indirectly, in whole or in part, in or into the
United States.***

TORONTO, ONTARIO – June 17, 2022 – Cross Border Capital I Inc. (TSXV: CBX.P) ("**CBX**" or the "**Company**") and Message Notify Ltd. d/b/a SuperBuzz ("**SuperBuzz**") are pleased to announce that (i) CBX has filed a final non-offering prospectus dated June 16, 2022 (the "**Prospectus**") with the securities regulatory authorities in Ontario, Alberta, British Columbia and in respect of the Qualifying Transaction between CBX and SuperBuzz (the "**Transaction**"); and (ii) CBX has received conditional acceptance from the TSX Venture Exchange (the "**TSXV**") for the Transaction. As a result of the foregoing, CBX and SuperBuzz have satisfied all escrow release conditions under SuperBuzz's previously announced brokered private placement of subscription receipts (the "**Subscription Receipt Financing**"), and gross proceeds of \$2,197,896 were released from escrow, and the subscription receipts were exchanged for an aggregate of 5,494,740 ordinary shares of SuperBuzz and 5,494,740 ordinary share purchase warrants of SuperBuzz. The net proceeds from the Subscription Receipt Financing will be used for the purposes outlined in the Prospectus.

The Exchange has conditionally accepted the Transaction subject to the Company fulfilling all of the requirements of the Exchange on or before September 9, 2022. There is no guarantee that the Company will be able to satisfy the requirements of the Exchange such that the Exchange will issue the Final Exchange Bulletin. See the section titled "The Proposed Qualifying Transaction – Conditions to the Proposed Qualifying Transaction Becoming Effective" of the Prospectus for further particulars. The parties will provide a further update with respect to the anticipated closing date of the Transaction and the listing date. Additional information in respect of the Transaction, CBX and SuperBuzz is provided in the Prospectus, which is available under CBX's SEDAR profile at www.sedar.com.

About SuperBuzz

SuperBuzz offers solutions supplying a real-time marketing automation platform that increases customer engagement through dynamic push notification campaigns that deliver relevant, personalized messages in micro-moments across mobile and desktop platforms. SuperBuzz's value proposition comes in the form of its AI-optimized bidding algorithm and fraud detection that guarantees push delivery at the right time and in the appropriate context needed to ensure maximum user retention. The system makes it easy to segment users and create push notification tests while tracking notifications in real-time and showing actual traffic quality, including any fraudulent activity. SuperBuzz is a private company that was incorporated under the laws of the State of Israel on January 10, 2018.

About Cross Border Capital I Inc.

The Company is a CPC. It has not commenced commercial operations and has no assets other than a minimum amount of cash. Except as specifically contemplated in the policies of the

Exchange, until Completion of the Qualifying Transaction, the Company will not carry on any business other than the identification and evaluation of assets or businesses with a view to completing a proposed Qualifying Transaction.

Further Information

All information contained in this news release with respect to CBX and SuperBuzz was supplied by the parties respectively, for inclusion herein, and each party and its directors and officers have relied on the other party for any information concerning the other party.

For further information regarding the Transaction, please contact:

Yaniv Bresler, Chief Executive Officer, Cross Border Capital I Inc.

Telephone: +972-54-333-2304

Liran Brenner, Chief Executive Officer, Message Notify Ltd. d/b/a SuperBuzz

Telephone: +972-3-6990751

Email: liran@superbuzz.io

Completion of the Transaction is subject to a number of conditions, including but not limited to, TSXV acceptance and, if applicable, pursuant to the requirements of the TSXV, majority of the minority shareholder approval. Where applicable, the Transaction cannot close until the required shareholder approval is obtained. There can be no assurance that the Transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the Prospectus, any information released or received with respect to the transaction may not be accurate or complete and should not be relied upon. Trading in the securities of a capital pool company should be considered highly speculative.

The TSX Venture Exchange Inc. has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release.

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 completion of the Transaction and listing. 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: general business, economic, competitive, political and social uncertainties; delay or failure to receive board, shareholder or regulatory approvals. 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. CBX 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.