

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Corporation**

SuperBuzz Inc. (the “Company” or “Superbuzz”)  
1 Adelaide Street East  
Suite 801  
Toronto, Ontario  
M5C 2V9

**Item 2: Date of Material Change**

January 4, 2023.

**Item 3: News Release**

A news release was issued and disseminated on January 6, 2023 and filed on SEDAR at [www.sedar.com](http://www.sedar.com), a copy of which is attached hereto as Schedule "A".

**Item 4: Summary of Material Change**

The Company announced the resignation of Dror Erez as director of the Company.

**Item 5.1: Full Description of Material Change**

See attached news release at Schedule "A" to this report.

**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**

Liran Brenner  
Director and Chief Executive Officer  
T: +972-3-566-3444  
E: [liran@superbuzz.io](mailto:liran@superbuzz.io)

**Item 9: Date of Report**

January 6, 2023.

**SCHEDULE “A”**

**(See attached)**



## **SuperBuzz Announces Resignation of Director**

TORONTO, ON – January 6, 2023 - SuperBuzz Inc. (TSXV: SPZ) ("**SuperBuzz**" or the "**Company**"), an artificial intelligence ("**AI**"), machine learning software-as-a-service-based MarTech solutions provider announced that on January 4, 2023, Dror Erez has resigned as director and Chairman of the board of directors of the Company, due to personal considerations and his will to pursue and focus on other challenges. The Company would like to thank Dror for his valuable contributions to the Company and to wish him every success in his future endeavours.

### **About SuperBuzz Inc.**

SuperBuzz is one of the first AI companies to specialize in marketing technology. Marketers deserve a platform to streamline content creation and automate campaigns. SuperBuzz's AI technology generates eye-grabbing content in a few seconds. Using advanced natural language processing models, SuperBuzz creates engaging and intelligent content designed for scaling marketing campaigns. For more information about the Company, please visit [www.superbuzz.io](http://www.superbuzz.io). SuperBuzz Inc. is a fully reporting publicly traded company which is listed on the TSX Venture Exchange under the symbol "SPZ".

Additional information in respect of the Company's business is available under the Company's SEDAR profile at [www.sedar.com](http://www.sedar.com).

### **For Additional Information, Contact:**

Liran Brenner  
Chief Executive Officer  
Email: [liran@superbuzz.io](mailto:liran@superbuzz.io)

*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 Note Regarding Forward-Looking Statements**

*Certain information in this news release constitutes forward-looking statements under applicable securities laws. Any statements that are contained in this news release that are not statements of historical fact may be deemed to be forward-looking statements. Forward-looking statements are often identified by terms such as "may", "should", "anticipate", "expect", "potential", "believe", "intend" or the negative of these terms and similar expressions. Forward-looking statements in this news release include statements relating to: the Company's business objectives and milestones and the anticipated timing of, and costs in connection with, the execution or achievement of such objectives and milestones; the Company's future growth prospects; the development of the Company's business and future activities following the date hereof; expectations relating to market size and anticipated growth in the jurisdictions within which the Company may from time to time operate or contemplate future operations; expectations with respect to economic, business, regulatory and/or competitive factors related to the Company or the industry generally; the competitive landscape within which the Company operates and the Company's market share or reach; the performance of the Company's business and the operations and activities of the Company; the Company's ability to obtain, maintain, and renew or extend, applicable authorizations, including the timing and impact*

*of the receipt thereof; the Company's AI technology generating eye-grabbing content in a few seconds; and the Company creating engaging and intelligent content designed for scaling marketing campaigns.*

*Forward-looking information in this news release are based on certain assumptions and expected future events, namely: the Company's financial condition and development plans do not change as a result of unforeseen events; there will continue to be a demand, and market opportunity, for the Company's product offerings; current and future economic conditions will neither affect the business and operations of the Company nor the Company's ability to capitalize on anticipated business opportunities; current and future members of management will abide by the Company's business objectives and strategies from time to time established by the Company; the Company will retain and supplement its board of directors and management, or otherwise engage consultants and advisors having knowledge of the industries (or segments thereof) within which the Company may from time to time participate; the Company will have sufficient working capital and the ability to obtain the financing required in order to develop and continue its business and operations; the Company will continue to attract, develop, motivate and retain highly qualified and skilled consultants and/or employees, as the case may be; taxes and all other applicable matters in the jurisdictions in which the Company conducts business and any other jurisdiction in which the Company may conduct business in the future; the Company will be able to generate cash flow from operations, including, where applicable, distribution and sale of its products; the Company will be able to execute on its business strategy as anticipated; the Company will be able to meet the requirements necessary to obtain and/or maintain authorizations required to conduct the business; the Company's continuing ability to meet the requirements necessary to remain listed on the TSXV; general economic, financial, market, regulatory, and political conditions will not negatively affect the Company or its business; the Company will be able to successfully compete in the industry; prices offered by competitors will not decline materially; the Company will be able to effectively manage anticipated and unanticipated costs; the Company's AI technology will continue to generate eye-grabbing content in a few seconds; and the Company will continue to create engaging and intelligent content designed for scaling marketing campaigns.*

*These statements involve known and unknown risks, uncertainties and other factors, which may cause actual results, performance or achievements to differ materially from those expressed or implied by such statements, including but not limited to: the risks associated with the industry in general; the inability of the Company to obtain requisite approvals; the Company's inability to attract and retain qualified members of management to grow the Company's business and its operations; the Company's inability to effectively manage unanticipated costs and expenses, including costs and expenses; the risk's associated with the Company's in meeting its business objectives and milestones and the anticipated timing of, and costs in connection with, the execution or achievement of such objectives and milestones; the inability of the Company's to identify and secure future growth prospects; the Company's inability to develop its business and future activities following the date hereof; the Company's inability to meet or exceed expectations relating to market size and anticipated growth in the jurisdictions within which the Company may from time to time operate or contemplate future operations; the Company's inability to meet or exceed expectations with respect to economic, business, regulatory and/or competitive factors related to the Company or the industry generally; the risks associated with the market for the Company's current and proposed product offerings, as well as the Company's inability to capture market share; the risks associated with the distribution methods expected to be used by the Company to deliver its product offerings; the Company's inability to obtain, maintain, and renew or extend, applicable authorizations, including the timing and impact of the receipt thereof; the Company's AI technology will not continue to generate eye-grabbing content in a few seconds; and the Company will not continue to create engaging and intelligent content designed for scaling marketing campaigns.*

*Readers are cautioned that the foregoing list is not exhaustive Readers are further cautioned not to place undue reliance on forward-looking statements, as there can be no assurance that the plans, intentions or*

*expectations upon which they are placed will occur. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated.*

*Forward-looking statements contained in this press release are expressly qualified by this cautionary statement and reflect the Company's expectations as of the date hereof and are subject to change thereafter. The Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, estimates or opinions, future events or results or otherwise or to explain any material difference between subsequent actual events and such forward-looking information, except as required by applicable law.*