

THS MAPLE HOLDINGS LTD.

NOTICE OF CHANGE IN CORPORATE STRUCTURE Under National Instrument 51-102, Section 4.9

1. Parties to the Transaction

- (i) THS Maple Holdings Ltd. (formerly Toronto Cleantech Capital Inc.) (the “**Company**”);
- (ii) Turkey Hill Sugarbush Ltd. (“**THS**”);
- (iii) THS L.P. (“**THS LP**”); and
- (iv) THS GP (“**THS GP**”).

2. Description of the Transaction

The Company, previously a Capital Pool Company (as defined by the policies of the TSX Venture Exchange), closed its previously announced Qualifying Transaction (as defined by the policies of the Exchange) with THS, which resulted in the reverse take-over of the Company by the former Class A unitholders of THS L.P. and shareholders of THS GP. In connection with the Qualifying Transaction the Company changed its name to “THS Maple Holdings Ltd.” The Company’s common shares shall resume trading on the TSX Venture Exchange under the symbol “YAY”.

3. Effective Date of the Transaction

The Qualifying Transaction was completed on April 26, 2024. The Company filed articles of amendment to change its name on April 25, 2024.

4. Names of Each Party that Ceased to be a Reporting Issuer Subsequent to the Transaction and of Each Continuing Entity

The Company remains a reporting issuer in Ontario, British Columbia and Alberta, and is the continuing entity.

5. Date of Reporting Issuer’s First Financial Year-End Subsequent to the Transaction

Both the Company and THS LP observed a year end of November 30 and there will be no change in year-end. The first year-end for the Company post-closing will be November 30, 2024.

6. Periods, Including Comparative Periods, if any, of the Interim and Annual Financial Statements Required to be Filed for the Company’s First Financial Year Subsequent to the Transaction

The Company shall file annual financial statements for the year ended November 30, 2024, with comparative figures for the previous financial year, by March 31, 2025.

The Company shall file interim financial statements for the six months ended May 31, 2024 on or before July 30, 2024, and interim financial statements for the nine months ended August 31, 2024 on or before October 30, 2024. The comparative periods respectively will be May 31, 2023 and August 31, 2023.

7. Documents Filed under NI 51-102 that Describe the Transaction and Where they can be Found in Electronic Format

The Company's Filing Statement describing the Qualifying Transaction was filed on April 17, 2024, news releases describing the Qualifying Transaction were filed on May 8, 2023, June 7, 2023, January 15, 2024, April 17, 2024, and April 26, 2024. All of the aforementioned documents can be found on the Company's SEDAR+ profile at www.sedarplus.ca.

Dated at Toronto, Ontario, this 9th day of May, 2024.

THS MAPLE HOLDINGS LTD.

Per: (signed) "David Beutel"
David Beutel
Director