

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

Item 1. Name and Address of Company

FendX Technologies Inc. (the “**Company**”)
2010 Winston Park Dr., 2nd Floor
Oakville, ON L6H 5R7

Item 2. Date of Material Change

March 28, 2023

Item 3. News Release

The News Release dated March 29, 2023 was disseminated by Newsfile Corp. on March 29, 2023.

Item 4. Summary of Material Change

The Company announced that it engaged the services of Generation IACP Inc. (“**Generation**”) to provide services as a market maker in compliance with the policies and guidelines of the Canadian Securities Exchange and other applicable legislation. Generation will receive a fee of C\$7,500 plus applicable taxes per month. The agreement between the Company and Generation is for an initial term of six (6) months and shall be automatically renewed for subsequent six (6) month periods (collectively, the “**Term**”) unless the Company provides written notice of termination to Generation at least 30 days prior to the end of the Term or Generation provides a written notice of termination to the Company. Commencing on the first anniversary of the agreement, the fee payable to Generation will automatically increase annually by 3.0%. No stock options or other compensation are being granted in connection with the engagement. Generation does not currently own any securities of the Company; however, Generation and its clients may acquire an interest in the securities of the Company in the future.

Generation is an arm’s length party to the Company. Generation’s market making activity will be primarily to contribute to market liquidity of the Company’s shares. Generation will be responsible for the costs it incurs in buying and selling the Company’s shares, and no third party will be providing funds or securities for the market making activities.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The material change is fully described in Item 4 above and in the News Release attached hereto.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

Not Applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Please contact Carolyn Myers, Director, Chief Executive Officer, at 1-800-344-9868.

Item 9. Date of Report

March 29, 2023