

Form 51-102F3
Material Change Report

1. Name and Address of Company

TechX Technologies Inc.
1050 - 1040 West Georgia Street
Vancouver, BC, V6E 4H1
(the "Company")

2. Dates of Material Change (s)

April 13, 2021

3. News Release(s)

A news release was issued on April 13, 2021 and disseminated via Canada Newswire, pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

The Company announces that it has closed a fully-subscribed non-brokered private placement financing for total gross proceeds of \$10,000,000.

5. Full Description of Material Changes

News Release April 13, 2021– See Schedule "A"

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

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Peter Green, CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 314-5675.

9. Date of Report

This report is dated April 13, 2021.

SCHEDULE "A"
to the Material Change Report dated April 13, 2021

TechX Technologies Announces Closing of \$10 Million Private Placement

VANCOUVER, BC - April 13, 2021 - [TechX Technologies Inc.](#) ("**TechX**" or "**the Company**") (**CSE:TECX**) (**OTC:TECXF**) (**FRA:C0B1**), a company focused in emerging technologies across growth sectors including: crypto, blockchain, AI and cloud technologies, is pleased to announce it has closed a fully-subscribed non-brokered private placement financing for total gross proceeds of \$10,000,000 (the "**Private Placement**").

The Company has allotted and issued 20,000,000 units (the "**Units**") at a price of \$0.50 per Unit. Each Unit is comprised of one common share and one-half of one transferable warrant. Each whole warrant (a "**Warrant**") will entitle the holder to purchase one additional common share for a period of sixty (60) months at a price of \$1.00 per share, subject to accelerated expiry.

If, at any time after the date that is four (4) months and one (1) day from the date of closing, the volume-weighted average closing price of the Company's common shares on the Canadian Securities Exchange is \$1.65 or more for ten (10) consecutive trading days, the Company will have the right to accelerate the expiry of the Warrants by giving notice, via news release issued within five (5) business days of the last day of such ten (10) consecutive trading day calculation period, of its exercise of such right and thereafter the Warrants will, without further notice or act by the Company, automatically expire and be of no further force and effect on the date that is thirty (30) days after the date of said news release.

In relation to the Private Placement, the Company has paid finder's fees of \$175,500 and issued 351,000 finder's warrants (each, a "**Finder's Warrant**") to an arm's-length parties. Each Finder's Warrant is exercisable into a common share for a period of sixty (60) months at a price of \$1.00 per share, subject to the same accelerated expiry as above.

The Company will use the proceeds from the Private Placement to fund operational expenditures of its subsidiaries, to evaluate further strategic acquisitions, and for general working capital purposes. All securities issued are subject to a four-month-and-one-day hold period expiring on August 14, 2021.

The Company also announces that it has engaged Market IQ Media Group ("**MIQ**") for a 6-month digital advertising campaign in connection with the Company's ongoing effort to increase awareness. This comprehensive advertising program is designed to build brand familiarity, general recognition, and awareness within online investor content platforms. MIQ will employ state of the art digital advertising, paid distribution, media buying and content creation to execute this important initiative. Under the terms of this agreement, MIQ will provide a

combination of strategic digital media services, marketing co-ordination, content production, and data analytics services for a total payment value of \$200,000 (CAD) amortized over the 6-month duration of the agreement.

About TechX Technologies Inc.

[TechX Technologies Inc.](#) (CSE:TECX) (OTC:TECXF) (FRA:C0B1) is a company focused on emerging technologies across growth sectors including: crypto, blockchain, AI and cloud technologies. Led by senior leaders and industry experts, TechX invests in and provides subject matter experts within portfolio companies to accelerate success and maximize value for shareholders.

On Behalf of the Board,

TECHX TECHNOLOGIES INC.

"Peter Green"

Peter Green, CEO

pgreen@tech-x.io

(604) 314-5675