

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

FintechWerx International Software Services Inc. (the “**Company**”)
1275 W. 6th Avenue, Suite 330
Vancouver, BC V6H 1A6

Item 2 Date of Material Change

May 26, 2026

Item 3 News Release

The news release dated May 26, 2026 was issued by The Newswire and IRW-Press on May 26, 2026.

Item 4 Summary of Material Change

The Company announced that, further to its News Release of May 5, 2026, it has closed the first tranche payment and share issuance pursuant to the Intellectual Property and Technology Asset Purchase Agreement (the “**Agreement**”), dated May 5, 2026, with 1470500 BC Ltd. (the “**Seller**”), an arm’s length party, and TrustWerx Solutions Inc. (“**TrustWerx**”), a wholly-owned subsidiary of the Company.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On May 26, 2026, the Company closed the first tranche payment and share issuance pursuant to the Agreement with the Seller and TrustWerx. Pursuant to the Agreement, the Company, or at its option TrustWerx, acquired all of the Seller’s right, title and interest in and to certain technology and intellectual property assets referred to as High Risk Shield (“**HRS**”) in consideration for the payment of \$25,000 and the issuance of 650,000 common shares of the Company (each, a “**Share**”) at a deemed price of \$0.72 per Share to the Seller (the “**Closing**”). Upon Closing, TrustWerx and the Seller executed an assignment agreement transferring all rights, title, and interest in HRS to TrustWerx. Two milestone payments remain outstanding: the issuance of 325,000 Shares upon integration of the HRS technology into the Company’s platform, and an additional 325,000 Shares upon the first 5,000 mobile or PC devices using the HRS technology to complete a payment.

All of the Shares issued pursuant to the Agreement are subject to a customary hold period expiring on the date that is four months and one day following the date of issuance.

HRS is a device intelligence and fraud mitigation solution designed to identify high-risk users, automated traffic, and known bad actors across digital commerce, affiliate marketing, and other high-risk online environments. Rather than relying solely on traditional identifiers such as IP addresses, documents, or surface-level verification methods, the technology focuses on device-level signals to detect repeat and malicious behaviour that may persist even as users attempt to mask or alter their identity.

It is designed for practical deployment alongside existing fraud and risk controls, enabling merchants, independent sales organizations, and payment service providers to improve traffic quality, reduce fraud-related losses, and strengthen risk decision-making without requiring complex enterprise integrations.

The integration of HRS is expected to enhance the Company's platform by enabling more accurate identification of fraudulent behaviour and high-risk users and introducing a deeper layer of device-level intelligence, while improving transaction approval outcomes across complex and high-risk environments.

5.2 Disclosure for Restructuring Transactions

Not Applicable

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

Not Applicable

Item 7 Omitted Information

None

Item 8 Executive Officer

Francisco Kent Carasquero, CFO, 778.652.3669

Item 9 Date of Report

June 2, 2026