

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

Item 1. Name and Address of Company

Stage Capital Corp. (the "**Company**")
#250 – 750 West Pender Street
Vancouver, BC
V6C 2T7

Item 2. Date of Material Change

April 16, 2025

Item 3. News Release

The Company did not disseminate a news release.

Item 4. Summary of Material Change

Effective on April 16, 2025, the Company implemented a share consolidation of its common shares on a four pre-consolidation shares for one (1) post consolidation share (the "**Consolidation**").

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

Effective on April 16, 2025, the Company implemented a share consolidation of its common shares on a four pre-consolidation shares for one (1) post consolidation share (the "**Consolidation**"). The Consolidation was approved by the Company's board of directors on April 1, 2025 as permitted by the Company's articles.

As a result of the Consolidation, the 8,585,876 pre-Consolidation shares issued and outstanding were reduced to 2,146,476 post-Consolidation shares. The new CUSIP for the post-Consolidation shares is 85254T209 and the ISIN for the post-Consolidation shares is CA85254T2092.

The post-Consolidation shares issued will be done via a **push-out** to shareholders holding book shares / DRS Advice positions and pre-consolidation shares will become null and void. Shareholders holding physical share certificates are required to deposit a completed Letter of Transmittal and the physical share certificates for cancellation to receive post-Consolidation shares.

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

Not Applicable.

Item 8. Executive Officer

Ron Schmitz
Chief Financial Officer and Director
Telephone: (604) 685-7450

Item 9. Date of Report

April 17, 2025