

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

**Item 1 Name and Address of Company**

Edge Total Intelligence Inc. (the "Company")  
1501 Lee Highway #301  
Arlington, VA 22209

**Item 2 Date of Material Change**

November 22, 2024

**Item 3 News Release**

A news release was issued on November 25, 2024, disseminated through Newsfile.

**Item 4 Summary of Material Change**

The Company announced the results of its Annual General and Special Meeting of Shareholders (the "Meeting") held on November 22, 2024. Shareholders of the Company voted in favor of all matters brought before them at the Meeting.

The results of the Meeting were as follows:

1. The number of directors of the Company was set at seven (7).
2. James Barrett, Edward Mede, Seth Kay, Brett Paulson, Jaci Tomek, Carolyn Hollander and Mel Wesley were re-elected to be directors for the ensuing year.
3. MNP LLP, Chartered Professional Accountants, was reappointed as auditors of the Company for the ensuing year, and the directors of the Company were authorized to determine their remuneration.
4. The Company's amended Omnibus Share Incentive Plan (the "Omnibus Plan") was approved by a majority of the shareholders.

Following the AGM, the Board re-appointed James Barrett as Chief Executive Officer, Sheri Rempel as Chief Financial Officer and Nicholas Brigman as Corporate Secretary.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

See appendix A

*5.2 Disclosure for Restructuring Transactions*

N/A

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

N/A

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Sheri Rempel, Chief Financial Officer of the Company, is knowledgeable about the material changes contained herein and may be reached at 604 – 428-7050.

**Item 9 Date of Report**

November 25, 2024



FOR IMMEDIATE RELEASE

## EdgeTI Announces Results of 2024 Annual General and Special Meeting

ARLINGTON, VA, USA — November 25, 2024 — Edge Total Intelligence Inc. (“edgeTI”, “Company”) (TSXV: CTRL) (OTCQB: UNFYF) (FSE: Q5i), a leading provider of real-time digital twin software, is pleased to announce the results of its Annual General and Special Meeting of Shareholders (the “**Meeting**”) held on November 22, 2024. Shareholders of the Company voted in favor of all matters brought before them at the Meeting.

The results of the Meeting were as follows:

1. The number of directors of the Company was set at seven (7).
2. The incumbent board of directors, James Barrett, Edward Mede, Seth Kay, Brett Paulson, Jaci Tomek, Carolyn Hollander and Mel Wesley were elected for the ensuing year. Of the directors re-elected, Edward Mede, Jaci Tomek, Carolyn Hollander, Brett Paulson and Mel Wesley are independent.
3. Shareholders at the meeting approved the re-appointment of MNP LLP, Chartered Professional Accountants, as auditors of the Company for the ensuing year, and the directors of the Company were authorized to determine their remuneration.
4. The Company’s amended Omnibus Share Incentive Plan (the “**Omnibus Plan**”) was approved by a majority of the shareholders. The Omnibus Plan is a “10% rolling” plan related to the number of shares issuable upon exercise of stock options (“**Options**”), and a “fixed” plan (“**Fixed Plan**”) related to the number of shares issuable pursuant to all other awards (“**Awards**”) other than Options. The Fixed Plan was amended to increase the maximum number of shares reserved for issuance pursuant to the settlement of Awards from 5,483,500 to 7,010,767. The Omnibus Plan remains subject to the approval of the TSX Venture Exchange.

A summary of all of the items approved at the AGM, including details of the Omnibus Plan, as amended, are described in the Company’s management information circular dated October 11, 2024, which is available under the Company’s profile on SEDAR at [www.sedarplus.ca](http://www.sedarplus.ca).

Following the AGM, the Board re-appointed James Barrett as Chief Executive Officer, Sheri Rempel as Chief Financial Officer and Nicholas Brigman as Corporate Secretary.

The Board would like to thank the shareholders for their continued support.

### About edgeTI

edgeTI helps customers sustain situational awareness and accelerate action with its real-time digital operations software, edgeCore™ that unites multiple software applicates and data sources into one immersive experience called a Digital Twin. Global enterprises, service providers, and governments are more profitable when insight and action are united to deliver fluid journeys via the platform’s low-code

development capability and composable operations. With edgeCore, customers can improve their margins and agility by rapidly transforming siloed systems and data across continuously evolving situations in business, technology, and cross- domain operations - helping them achieve the impossible.

Website: <https://edgeti.com>

LinkedIn: <https://www.linkedin.com/company/edgeti>

YouTube: [www.youtube.com/user/edgetechnologies](http://www.youtube.com/user/edgetechnologies)

For more information, please contact:

**Nick Brigman**

Analyst, Investor, and Press Relations,

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**FORWARD-LOOKING INFORMATION**

Certain statements made, and information contained herein may constitute “forward looking information” and “forward looking statements” within the meaning of applicable Canadian and United States securities legislation. These statements and information are based on facts currently available to the Company and there is no assurance that actual results will meet management’s expectations. Forward-looking statements and information may be identified by such terms as “anticipates”, “believes”, “targets”, “estimates”, “plans”, “expects”, “may”, “will”, “speculates”, “could” or “would”.

All of the forward-looking statements made in this document are qualified by these cautionary statements. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated, forecast or intended and readers are cautioned that the foregoing list is not exhaustive of all factors and assumptions which may have been used. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking information. Accordingly, there can be no assurance that forward-looking information will prove to be accurate and forward-looking information is not a guarantee of future performance. Readers are advised not to place undue reliance on forward-looking information. The forward-looking information contained herein speaks only as of the date of this document. The Company disclaims any intention or obligation to update or revise forward-looking information or to explain any material difference between such and subsequent actual events, except as required by applicable law.

**Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accept responsibility for the adequacy or accuracy of this release.**

