

**FORM 51-102F3  
MATERIAL CHANGE REPORT  
UNDER NATIONAL INSTRUMENT 51-102**

**Item 1           Name and Address of Company**

Inscape Corporation (“**Inscape**” or the “**Company**”)  
67 Toll Rd, Holland Landing, ON L9N 1H2

**Item 2           Date of Material Change**

December 23, 2023.

**Item 3           News Release**

A news release was issued on January 2, 2023 through GlobeNewswire and subsequently filed on the System for Electronic Document Analysis and Retrieval.

**Item 4           Summary of Material Change**

On January 2, 2023, Inscape announced that, following the successful take-over bid of the Company by HUK 121 Limited, Neil McDonnell, Tracy Tidy, Tania Bortolotto, and David LaSalle resigned from the board of directors of the Company, effective 5:00pm on December 23, 2022.

**Item 5           Full Description of Material Change**

**Item 5.1        Full Description of Material Change**

On January 2, 2023, Inscape announced that, following the successful take-over bid of the Company by HUK 121 Limited, Neil McDonnell, Tracy Tidy, Tania Bortolotto, and David LaSalle resigned from the board of directors of the Company, effective 5:00pm on December 23, 2022.

**Item 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**

For further information, contact Eric K. Ehgoetz, CEO at 416-735-0636 or by e-mail at [eehgoetz@myinscape.com](mailto:eehgoetz@myinscape.com).

**Item 9          Date of Report**

January 2, 2023