

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

1. Name and Address of Company

Syntheia Corp. (the “Company”)
10-6175 Highway 7
Vaughan, ON L4H 0P6

2. Date of Material Change

July 22, 2026

3. News Release

A press release disclosing the material change was released on July 22, 2026, through the facilities of Newsfile Corp.

4. Summary of Material Change

On July 22, 2026, the Company announced the resignation of Mr. Rob Montemarano as a director of the Company.

5. Full Description of Material Change

On July 22, 2026, the Company announced the resignation of Mr. Rob Montemarano as a director of the Company.

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

The report is not being filed on a confidential basis.

7. Omitted Information

No significant facts have been omitted from this Material Change Report.

8. Executive Officer

For further information, contact Tony Di Benedetto, Chief Executive Officer at 1-844-796-8434.

9. Date of Report

This report is dated at Toronto, this 23rd day of July, 2026.

Cautionary Statement

This material change report contains certain “forward-looking information” within the meaning of applicable securities law. Forward looking information is frequently characterized by words such as “plan”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate”, “may”, “will”, “would”, “potential”, “proposed” and other similar words, or statements that certain events or conditions “may” or “will” occur. These statements are only predictions. Forward-looking information is based on the opinions and estimates of management at the date the information is provided, and is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information. The Company undertakes no obligation to update forward-looking information if circumstances or management’s estimates or opinions should change, unless required by law. The reader is cautioned not to place undue reliance on forward-looking information.