FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. **Name and Address of Company**

MCAN Mortgage Corporation d/b/a MCAN Financial Group
("**MCAN**" or the "**Company**")
200 King Street West, Suite 700
Toronto, Ontario
M5H 3T4

Item 2. **Date of Material Change**

November 19, 2024

Item 3. **News Release**

On November 19, 2024, MCAN issued a news release through the newswire services of CNW Group Ltd. A copy of the news release is attached as Schedule "A" hereto as filed with and available on SEDAR+ at www.sedarplus.ca.

Item 4. **Summary of Material Change**

On November 19, 2024, the Company announced the departure of Mr. Donald Coulter, President & CEO and director of MCAN.

The Company announced that Mr. Derek Sutherland has been appointed Interim CEO of MCAN until such time as a permanent successor is appointed. Ms. Gaelen Morphet has been appointed Lead Director to ensure independent governance at the Board during Mr. Sutherland's tenure as Interim CEO.

The Board will be considering options for selecting an individual to permanently fill the CEO role.

Item 5. **Full Description of Material Change**

For a full description of the material change, please see Schedule "A" attached hereto.

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**

The following senior officer of MCAN is knowledgeable about the material change and this report:

Mr. Derek Sutherland
Interim CEO
Telephone: (416) 203-5931

Item 9. **Date of Report**

November 27, 2024

SCHEDULE "A"

Stock market symbol
TSX: MKP

MCAN MORTGAGE CORPORATION ANNOUNCES THE DEPARTURE OF ITS PRESIDENT AND CEO AND THE APPOINTMENT OF INTERIM CEO

Toronto, Ontario – November 19, 2024. MCAN Mortgage Corporation ("**MCAN**" or the "**Company**") announces the departure of Mr. Donald Coulter as President, CEO and director of MCAN. The Board of Directors (the "**Board**") would like to express its gratitude to Mr. Coulter for his contribution to MCAN.

The Board is pleased to announce that Mr. Derek Sutherland has been appointed Interim CEO of MCAN until such time as a permanent successor is appointed. Mr. Sutherland is the current Chair of MCAN, has been a director of MCAN since 2017, and has held various positions with MCAN throughout the years including as its Interim CEO in 2023. Ms. Gaelen Morphet has been appointed Lead Director to ensure independent governance at the Board during Mr. Sutherland's tenure as Interim CEO.

Mr. Sutherland commented, " I am excited to work along side our talented and dedicated team to ensure continued strong performance and achievement of our objectives, which remains to be a focus on our core mission of providing sustainable growth and returns to our shareholders."

The Board will be considering options for selecting an individual to permanently fill the CEO role.

MCAN Mortgage Corporation d/b/a MCAN Financial Group ("MCAN" or "we") is a public company listed on the Toronto Stock Exchange under the symbol MKP and is a reporting issuer in all provinces and territories in Canada. MCAN also qualifies as a mortgage investment corporation ("MIC") under the Income Tax Act (Canada) (the "Tax Act").

MCAN's primary objective is to generate a reliable stream of income by investing in a diversified portfolio of Canadian mortgages, including residential, residential construction, non- residential construction and commercial loans, as well as other types of securities, loans and real estate investments. MCAN employs leverage by issuing term deposits that are eligible for Canada Deposit Insurance Corporation deposit insurance that are sourced through a network of independent financial agents. We manage our capital and asset balances based on the regulations and limits of both the Tax Act and the Office of the Superintendent of Financial Institutions Canada ("OSFI").

As a MIC, we are entitled to deduct the dividends that we pay to shareholders from our taxable income. Regular dividends are treated as interest income to shareholders for

income tax purposes. We are also able to pay capital gains dividends, which would be treated as capital gains to shareholders for income tax purposes. Dividends paid to foreign investors may be subject to withholding taxes. To meet the MIC criteria, 67% of our non-consolidated assets measured on a tax basis are required to be held in cash or cash equivalents and residential mortgages.

MCAN's wholly owned subsidiary, MCAN Home Mortgage Corporation, is an originator of residential mortgage products across Canada.

A Caution About Forward-looking Information and Statements

This news release contains "forward-looking information" within the meaning of applicable securities laws. Forward-looking information can be identified by words such as: "expect", "intend," "plan," "seek," "believe," "estimate," "future," "likely," "may," "should," "will" and similar forward-looking language. Future prospects of MCAN constitutes forward-looking information. The forward-looking information contained in this news release is based on a number of assumptions which we believe to be reasonable, including assumptions relating to the investment opportunities that will be available to MCAN in its core business. Forward-looking information entails various risks and uncertainties that could cause actual results to differ materially from those expressed or implied in such forward-looking information. Risks that could cause actual results to differ materially from those expressed or implied in the forward-looking information contained in this press release include, but are not limited to, general risks relating to capital markets, economic conditions, regulatory changes, as well as the operations of our business. These factors may cause actual results to differ materially from those expressed or implied in such forward-looking information. Forward-looking information is not a guarantee of future performance, and management's assumptions upon which such forward-looking information are based may prove to be incorrect. Investors are cautioned not to place undue reliance on any forward-looking information contained herein. The Company disclaims any obligation to update or revise any forward-looking information contained in this news release, whether as a result of new information, future events or otherwise, except to the extent required by law.

For further information, please contact:

MCAN Mortgage Corporation

Website: www.mcanfinancial.com

e-mail: dsutherland@mcanfinancial.com

Derek Sutherland