

RED LIGHT HOLLAND CORP.
(formerly, Added Capital Inc.)

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Red Light Holland Corp. (formerly, Added Capital Inc.) (the “Corporation”)
1 Adelaide Street East, Suite 801
Toronto, ON M5C 2V9

Item 2: Date of Material Change

May 27, 2020.

Item 3: News Release

A news release was disseminated on May 28, 2020 and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule “A”.

Item 4: Summary of Material Change

The Corporation announced that it has engaged global comedy superstar, Mr. Russell Peters, as an independent consultant to the Corporation in the capacity of Chef Creative Officer, to work closely with the Chief Executive Officer of the Corporation to among other things, develop and implement the creative vision of the Company and direct the Company’s marketing, advertising, social media and other creative efforts.

Item 5.1: Full Description of Material Change

See attached news releases at Schedule “A” to this report.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102 (Confidentiality)

Not applicable.

Item 7: Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8: Executive Officer

For additional information with respect to this material change, the following person may be contacted:

Todd Shapiro, Chief Executive Officer, Chairman, and Director
Tel: 647 204-7129
Email: redlightholland@gmail.com

Item 9: Date of Report

This report is dated as of the 29th day of May, 2020

SCHEDULE “A”

RED LIGHT HOLLAND ENGAGES GLOBAL COMEDY SUPERSTAR, RUSSELL PETERS, TO SERVE AS CHIEF CREATIVE OFFICER

Toronto, ON – May 28, 2020 – Red Light Holland Corp. (“**Red Light Holland**” or the “**Company**”) (CSE:TRIP), an Ontario-based corporation positioning itself to engage in the production, growth and sale of a premium brand of magic truffles to the legal, recreational market within the Netherlands, is pleased to announce that it has engaged global comedy superstar, Mr. Russell Peters (4 million Twitter followers, 1.1 million Facebook likes, and 399,000 Instagram followers), as an independent consultant to the Company in the capacity of Chief Creative Officer. In his role as CCO, Mr. Peters will work closely with the Chief Executive Officer of the Company, Todd Shapiro, to among other things, develop and implement the creative vision of the Company and direct the Company’s marketing, advertising, social media and other creative efforts. Mr. Peters’ engagement magnifies the Company’s commitment to assembling the group of skilled leaders necessary to build its business and brand recognition in the early stage of this emerging industry.

“I am extremely pleased to appoint Russell Peters as Chief Creative Officer. As one of the most popular entertainers across the world, Russell brings a creative mind like no other to Red Light Holland. We will lean on his savvy business skills, joyful quick wit, and his extraordinary ability to appeal to and connect with millions of people, to connect with end consumers, build strong brand recognition, and drive Red Light Holland forward towards its goal of becoming the most recognizable premium magic truffles brand on the planet,” said Todd Shapiro, the CEO, Chairman, and Co-Founder of Red Light Holland.

“I’ve enjoyed watching my buddy Theodore Shapiro’s evolution from a fearless radio show host to a family man, and now, the CEO of Red Light Holland, a publicly-traded company, in let’s face it - a kick ass sector! I’m elated to be a part of this team. Seriously, I’m very happy... even if it means I have to start calling Todd by his real name now,” added Russell Peters.

In consideration for his services as Chief Creative Officer, the Company has agreed to issue to Mr. Peters 3,000,000 common share in the capital of the Company (each, a “**Common Share**”), at a deemed price of \$0.06 per Common Share. In addition, the Company authorized the grant of 9,450,000 incentive stock options to Mr. Peters and certain other third parties. Each such option entitles the holder thereof to acquire one Common Share for periods between 3 to 5 years, at an exercise price of \$0.06 per share, vesting over a 12 month period. Furthermore, the Company authorized the issuance of 8,650,000 warrants with an exercise price of \$0.06 per Common Share for issuance to various arm's length third parties as incentive-based compensation for services.

All securities issued remain subject to compliance with all applicable laws (including the rules and policies of the Canadian Securities Exchange), including being subject to a hold period of four months plus one day from the date of issuance.

About Red Light Holland Corp.

The Company is an Ontario-based corporation positioning itself to engage in the production, growth and sale (through existing Smart Shops operators and an advanced e-commerce platform) of a premium brand of magic truffles to the legal, recreational market within the Netherlands, in accordance with the highest standards, in compliance with all applicable laws.

For additional information on the Company:

Todd Shapiro
Chief Executive Officer, Chairman, and Director
Tel: 647-204-7129
Email: todd@redlighttruffles.com
Website: <https://redlighttruffles.com/>

Forward-Looking Statements

Neither the Canadian Securities Exchange nor its Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

Certain information in this news release constitutes forward-looking statements under applicable securities laws. Any statements that are contained in this news release that are not statements of historical fact may be deemed to be forward-looking statements. Forward looking statements are often identified by terms such as “may”, “should”, “anticipate”, “expect”, “potential”, “believe”, “intend” or the negative of these terms and similar expressions. Forward-looking statements necessarily involve known and unknown risks and uncertainties that could cause actual results to differ materially from those expressed or implied in such forward-looking statements. Readers are cautioned not to place undue reliance on forward-looking statements as there can be no assurance that the plans, intentions or expectations upon which they are placed will occur. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. The forward-looking statements included in this news release are made as of the date of this news release and the Company does not undertake an obligation to publicly update such forward-looking statements to reflect new information, subsequent events or otherwise unless required by applicable securities laws. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement.

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