

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

**Item 1 Name and Address of Company**

Canadian Imperial Venture Corp. (the “Company”)  
29<sup>th</sup> Floor - 595 Burrard Street  
Vancouver, BC V7X 1J5

**Item 2 Date of Material Change**

February 8, 2019

**Item 3 News Release**

The news release dated February 14, 2019 was disseminated via Stockwatch and Market News.

**Item 4 Summary of Material Change**

The Company announced the resignation of Erin Walmesley as director of the Company and the appointment of Dean Johnson as director to fill the vacancy on the board of directors of the Company.

The appointment of Mr. Johnson as director of the Company is subject to final approval of the TSX Venture Exchange.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

The material change is fully described in Item 4 above and in the attached news release which has been filed on SEDAR.

*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**

Jacqueline M. Tucker, Chief Executive Officer  
Telephone: (403) 999-1393

**Item 9 Date of Report**

February 14, 2019

NOT FOR DISTRIBUTION TO UNITED STATES NEWS WIRE SERVICES OR  
FOR DISSEMINATION IN THE UNITED STATES

## **CANADIAN IMPERIAL VENTURE CORP.**

### **NEWS RELEASE**

#### **Canadian Imperial Announces Change of Director**

**Vancouver, British Columbia – February 14, 2019** – Canadian Imperial Venture Corp. (TSXV:CQV.H) (the “**Company**”) announces that Erin Walmesley has resigned as a director of the Company and Dean Johnson has been appointed a director to fill the vacancy on the Board of Directors of the Company. The board thanks Ms. Walmesley for her services and wishes her well in her future pursuits.

Mr. Johnson is a chartered professional accountant with over 25 years of experience in leading and growing companies with small and medium market capitalization. Mr. Johnson has served in various roles as a director, a senior manager and as a part of the senior leadership team for various organizations.

The appointment of Mr. Johnson as a director of the Company is subject to final approval of the TSX Venture Exchange.

#### **ON BEHALF OF THE BOARD OF CANADIAN IMPERIAL VENTURE CORP.**

*“Jacqueline M. Tucker”*

Jacqueline M. Tucker  
Chief Executive Officer  
Phone: (403) 999-1393

#### **Disclaimer for Forward-Looking Information**

*This news release contains forward-looking information that involves various risks and uncertainties regarding future events. Such forward-looking information can include without limitation statements based on current expectations involving a number of risks and uncertainties and are not guarantees of future performance of the Company. There are numerous risks and uncertainties that could cause actual results and the Company’s plans and objectives to differ materially from those expressed in the forward-looking information, including approval of the TSX Venture Exchange. Actual results and future events could differ materially from those anticipated in such information. These and all subsequent written and oral forward-looking information are based on estimates and opinions of management on the dates they are made and are expressly qualified in their entirety by this notice. Except as required by law, the Company does not intend to update these forward-looking statements.*

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