

FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

SponsorsOne Inc. (“SPO” or the “Corporation”)
Suite 307C, 2 Campbell Drive
Uxbridge, Ontario, Canada, L9P 1H6

2. Date of Material Change

June 2, 2020.

3. News Release

News release dated June 2, 2020 was disseminated through the facilities of The Newswire and subsequently filed on SEDAR at www.sedar.com.

4. Summary of Material Change

See attached press release for details.

5. Full Description of Material Change

SPO has commenced litigation against various parties regarding a previously announced acquisition. By a news release dated November 4, 2019 the Company announced the closing of the acquisition of Verve Beverage Company (“VBC”) in the form of a share purchase agreement to acquire 100% of the shares of VBC in return for 47,000,000 million shares of SPO. Upon closing SPO issued 9,400,000 SPO shares to the VBC vendors and the balance of 37,600,000 SPO shares were to be placed into escrow for future release. Conditions precedent in the favour of SPO under the share purchase agreement were not met by the VBC vendors within the prescribed timeframe in the share purchase agreement and as a result the remaining 37,600,000 SPO shares were never issued or placed in escrow. SPO has filed a statement of claim in the Province of Alberta, against the various VBC vendors seeking the return of the issued 9,400,000 SPO shares issued to the various VBC vendors and for additional damages.

6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

For additional information please contact Gary Bartholomew, Executive Chairman of the Corporation at (647) 400 – 6977.

9. Date of Report

June 9, 2018.

SCHEDULE A - News Release

SponsorsOne Files Statement of Claim Against former Verve Beverage Company Shareholders

Waterloo, Ontario, June 2, 2020, SponsorsOne Inc., (CSE: SPO) (Frankfurt: 5SO), (OTC: SPONF) (“SPO or the “Company”) the Company that makes small brands BIG through large, engaged, authentic communities of influencers that buy and support the brands they love, announces that SPO has commenced litigation against various parties regarding a previously announced acquisition. By a news release dated November 4, 2019 the Company announced the closing of the acquisition of Verve Beverage Company (“VBC”) in the form of a share purchase agreement to acquire 100% of the shares of VBC in return for 47,000,000 million shares of SPO. Upon closing SPO issued 9,400,000 SPO shares to the VBC vendors and the balance of 37,600,000 SPO shares were to be placed into escrow for future release. Conditions precedent in the favour of SPO under the share purchase agreement were not met by the VBC vendors within the prescribed timeframe in the share purchase agreement and as a result the remaining 37,600,000 SPO shares were never issued or placed in escrow. SPO has filed a statement of claim in the Province of Alberta, against the various VBC vendors seeking the return of the issued 9,400,000 SPO shares issued to the various VBC vendors and for additional damages.

SPO is continuing to rely on the Temporary Exemption from Certain Corporate Finance Requirements for its:

- Filing and delivery of Annual Financial Statements and Management Discussion and Analysis which management is endeavoring to complete by June 14, 2020
- Filing of Q1 interim financial statements and Management Discussion and Analysis which management is endeavoring to complete by June 14, 2020
- Delivery of an annual request form to shareholders which management is endeavoring to complete by June 14, 2020
- Filing of executive compensation disclosure which management is endeavoring to complete by July 4, 2020”

In addition, has settled \$566,403.74 in accounts payable to arm’s length parties by the issuance of 11,328,759 common shares at a price of \$0.05 per share.

About SponsorsOne Inc.

SponsorsOne is the leader in the next evolution of digital marketing through influencer marketing, storytelling, and digital-commerce with the SponsorCoin platform and its highly scalable – smart contract-based digital-currency. Combined, this allows brands to build and manage exclusive and highly engaged communities of influencers (from pro to micro-influencers) within the social realm. The SponsorCoin platform provides for data-driven marketing campaigns that will change the way brands connect with their customers. SponsorCoin is a tool for brands to inspire real movements around their products and services in which their most valuable customers become their best salespeople, producing far higher ROI than current social media advertising methods. SponsorsOne, through its wholly-owned subsidiary, SponsorsOne Media Inc., provides full creative and Brand building/management services to all our Brands as well as manages the influencer communities for each Brand. If the Brand wants to get big – fast, our wholly-owned subsidiary S1 Brands Inc. will build a wholesale/retail distribution channel for the Brand acting as a master distributor. S1 Brands provides sales and marketing on behalf of the Brand to its vast network of national wholesalers and retailers and provides purchase order financing to assist the Brand in fulfilling every order. Ownership of the Brand combined with distribution, digital marketing innovation, and capital is the winning formula to build the next billion-dollar brand. To learn more, please visit www.sponsorsone.com

Contact: info@sponsorsone.com

ON BEHALF OF THE BOARD

Gary Bartholomew, Executive Chairman

The Canadian Securities Exchange (“CSE”) has neither approved nor disapproved the contents of this Press Release.

Forward-Looking Statements

This news release contains forward-looking statements and information that are based on the beliefs of management and reflect the Company's current expectations. When used in this news release, the words "estimate", "project", "belief", "anticipate", "intend", "expect", "plan", "predict", "may" or "should" and the negative of these words or such variations thereon or comparable terminology, are intended to identify forward-looking statements and information. Such statements and information reflect the current view of the Company with respect to risks and uncertainties that

may cause actual results to differ materially from those contemplated in those forward-looking statements and information.

By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following risks:

- risks associated with all litigation
- risk of successfully obtaining the return of the 9,400,000 SPO shares issued to the various VBC vendors
- risk of successfully being granted additional damages under the VBC litigation
- risk of paying damages to the Defendants with the failure to defend the suit

The Company cautions that the foregoing list of risk factors is not exhaustive and is subject to change and there can be no assurance that such assumptions will reflect the actual outcome of such items or factors. When relying on the Company's forward-looking statements and information to make decisions, investors and others should carefully consider the foregoing factors, and other uncertainties and potential events, including the risk factors, set out in the Company's Listing Statement. The Company has assumed a certain progression, which may not be realized. It has also assumed that the material factors referred to above will not cause such forward-looking statements and information to differ materially from actual results or events.

THE FORWARD-LOOKING INFORMATION CONTAINED IN THIS NEWS RELEASE REPRESENTS THE EXPECTATIONS OF THE COMPANY AS OF THE DATE OF THIS NEWS RELEASE AND, ACCORDINGLY, IS SUBJECT TO CHANGE AFTER SUCH DATE. READERS SHOULD NOT PLACE UNDUE IMPORTANCE ON FORWARD-LOOKING INFORMATION AND SHOULD NOT RELY UPON THIS INFORMATION AS OF ANY OTHER DATE. WHILE THE COMPANY MAY ELECT TO, IT DOES NOT UNDERTAKE TO UPDATE THIS INFORMATION AT ANY PARTICULAR TIME EXCEPT AS REQUIRED IN ACCORDANCE WITH APPLICABLE SECURITIES LEGISLATION.