

**FORM 51-102F3**  
**Material Change Report**

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

*ParcelPal Technology Inc. (the “Company”)  
#305, 190 Alexander Street  
Vancouver, BC V6A 2S5*

**Item 2. Date of Material Change**

*April 3, 2020*

**Item 3. News Release**

*The news release was issued on April 6, 2020 through GlobeNewswire.*

**Item 4. Summary of Material Change**

*The Company announced the promotion of Rich Wheelless as its Chief Executive Officer. Mr. Wheelless was initially appointed as the Chief Financial Officer of the Company, and now succeeds Kelly Abbott as the CEO, who has stepped down from this role, but will maintain his position on the board of directors of the Company.*

**Item 5.1 Full Description of Material Change**

*See attached Schedule ‘A’*

**Item 5.2 Disclosure for Restructuring Transactions**

*Not applicable.*

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

*This Report is not being filed on a confidential basis.*

**Item 7. Omitted Information**

*None.*

**Item 8. Executive Officer**

*Rich Wheelless, Chief Executive Officer  
614-395-7778*

**Item 9. Date of Report**

*April 6, 2020*



## **PARCELPAL ANNOUNCES THE PROMOTION OF RICH WHEELLESS TO CHIEF EXECUTIVE OFFICER**

**Vancouver, British Columbia – April 6, 2020** – ParcelPal Technology Inc. (“ParcelPal” or the “Company”), (PKG:CSE) (FSE:PT0) (OTC:PTNYF) is pleased to announce the promotion of Rich Wheelless as its Chief Executive Officer effective immediately. Mr. Wheelless was initially appointed as the Chief Financial Officer of the Company, and now succeeds Kelly Abbott as the CEO, who has stepped down from this role, but will maintain his position on the board of directors of the Company.

Mr. Wheelless has been an active investor, adviser and/or board member for numerous privately held companies. Most recently, he was the CFO of publicly traded company Taal Distributed Information Technologies Inc. (previously Squire Mining Ltd.). Prior to that, he was the Chief Financial Officer for the security software company Rivetz Inc. Previous to that, he was the CFO of LaunchKey Inc. and Pilus Energy, respectively, which were both acquired by publicly traded companies.

Mr. Wheelless also served as the director of finance and assistant treasurer of Xtek Inc. (one of the United States' fastest growing privately owned manufacturers of customer engineered steel replacement parts). He has also held managerial posts at Johnson and Johnson, as well as Cardinal Health, both Fortune 30 companies. Mr. Wheelless originally started his career in the private equity division at Citigroup, another Fortune 30 company. He has extensive experience in the areas of mergers and acquisitions, credit, treasury, corporate finance, financial reporting, and operations.

Mr. Wheelless stated, “I am energized by the opportunity to lead ParcelPal during this pivotal moment for our business and our industry. In a world where people are increasingly utilizing in-home delivery services for their needs, especially as its been further exacerbated by the COVID-19 pandemic, the need for a quality last mile delivery service is greater than ever, and in doing so, I look forward to further increasing revenues, trending to better margins and elevating the Company in numerous respects. We are well positioned to accomplish these and other positive goals, as it has a scalable model, and the experience to execute on this plan.”

Kelly Abbott stated, “Having been the Chief Executive Officer for 4 years, I feel now is an appropriate time to transition, as the company enters an inflection point. It has been an absolute pleasure to build and grow this company to this point.” Abbott continued, “Since joining, Rich has quickly become involved in all areas of the company and is highly respected by myself and the team. I believe ParcelPal is in great hands to continue to move to the next stage of its development as it continues to quickly grow. Rich has extensive plans to build the company to great heights and I look forward to being a part of the team and seeing these plans unfold.”

## **About ParcelPal Technology Inc.**

ParcelPal is a leader in the growing technology and logistics industry. ParcelPal seamlessly connects consumers to businesses, where they have access to the goods they love, anytime, anywhere. Customers can shop at partner businesses and through the ParcelPal technology receive their purchased goods within an hour or the same day. The Company offers on-demand delivery of merchandise from leading retailers, restaurants, medical marijuana dispensaries and liquor stores in Vancouver, Calgary, Saskatoon and soon in major cities Canada-wide.

ParcelPal Website: [www.parcelpal.com](http://www.parcelpal.com)

The Canadian Securities Exchange (“CSE”) or any other securities regulatory authority has not reviewed and does not accept responsibility for the adequacy or accuracy of this news release that has been prepared by management.

CSE – Symbol: **PKG**

FSE – Symbol: **PT0**

OTC – Symbol: **PTNYF**

Contact: re: Investor Inquiries -[info@parcelpal.com](mailto:info@parcelpal.com)

### Forward Looking Information

This news release contains forward looking statements relating to the Proposed Transaction, and the future potential of ParcelPal. Forward looking statements are often identified by terms such as "will", "may", "should", “intends”, "anticipates", "expects", “plans” and similar expressions. All statements other than statements of historical fact, included in this release are forward looking statements that involve risks and uncertainties. These risks and uncertainties include, without limitation, the risk that the Proposed Transaction will not be completed due to, among other things, failure to execute definitive documentation, failure to complete satisfactory due diligence, failure to receive the approval of the CSE and the risk that ParcelPal will not be successful due to, among other things, general risks relating to the mobile application industry, failure of ParcelPal to gain market acceptance and potential challenges to the intellectual property utilized in ParcelPal. There can be no assurance that any forward looking statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements.