

FORM 51-102F3

MATERIAL CHANGE REPORT
PURSUANT TO SECTION 7 OF NATIONAL INSTRUMENT 51-102

ITEM 1 REPORTING ISSUER
MUSGROVE MINERALS CORP.
2600-1066 Hastings Street
Vancouver, BC V6E 3X1

ITEM 2 DATE OF MATERIAL CHANGE

July 28, 2016

ITEM 3 NEWS RELEASE

News Release disseminated over news@baystreet.com and news@stockwatch.com on July 28, 2016 and filed on Sedar on August 2, 2016.

ITEM 4 SUMMARY OF MATERIAL CHANGE

Change of Business

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

MUSGROVE ANNOUNCES CLOSING OF CHANGE OF BUSINESS AND FINANCINGS FOR \$2 MILLION

Vancouver, BC – July 28, 2016 - Musgrove Minerals Corp. (now RewardStream Solutions Inc.) (“**Musgrove**” or the “**Company**”) (TSX-V: REW) is pleased to announce the completion of its previously-announced amalgamation (the “**Amalgamation**”) with RewardStream Solutions Inc. (“**RewardStream**”) under the *Business Corporations Act* (British Columbia).

The Company’s common shares will commence trading on the TSX Venture Exchange (the “**TSX-V**”) as a Tier 2 technology issuer under the symbol “REW” once the TSX-V’s conditions for listing are satisfied and the TSX-V issues its final exchange bulletin confirming the completion of the Amalgamation. Trading is anticipated to commence on or about August 8, 2016.

The Amalgamation constitutes the Company’s “Change of Business” pursuant to the policies of the TSX-V. The Company’s principal business will be the design, administration and management of automated referral and recommendation marketing programs. Its current customers are primarily telecommunications providers, financial institutions and e-commerce companies, however the RewardStream platform is adaptable to different types and sizes of customers. Current customers include Koodo Mobile, Boost Mobile, Virgin Mobile, Rogers, a major U.S. mobile phone company and First West Credit Union. Musgrove was formerly engaged in the acquisition, exploration and development of natural resource properties and the Company has ceased all resource exploration activity.

Prior to the completion of the Amalgamation, Musgrove completed a non-brokered private placement in two tranches (the “**Private Placement**”) of a total of 16,228,000 units of Musgrove at a price of \$0.125 per unit for gross proceeds of \$2,028,500. Each unit consists of one common share of Musgrove and one-half of one share purchase warrant entitling the holder to purchase one additional common share at a price of \$0.25 per share for a period of two years (subject to accelerated expiry provisions as disclosed in the press release dated July 26, 2016). Musgrove paid a total of \$130,520 in finder’s fees in connection with the Private Placement.

Total funds raised by Musgrove and RewardStream in connection with financings completed since the announcement of the Amalgamation amount to \$2,128,500.

Under the Amalgamation, shares held by former shareholders of Musgrove were exchanged for a total of 15,151,659 common shares (the “**Shares**”) of the Company (on the basis of 0.5 Shares for each Musgrove share held) and shares held by former shareholders of RewardStream were exchanged for a total of 20,000,004 Shares (on the basis of approximately 1.56 Shares for each RewardStream share held). In addition, the Company issued 950,000 Shares as finder’s fees and issued 1,685,452 Shares in connection with the conversion of a note previously issued by RewardStream. The details of the Amalgamation are contained in the management information circular of Musgrove dated as of May 30, 2016 (the “**Information Circular**”), which is available under the Company’s profile on SEDAR at www.sedar.com.

With the completion of the Amalgamation, the Company has 37,787,115 Shares issued and outstanding (42,448,040 fully diluted). The officers and directors of the Company collectively hold 5,999,510 Shares and 434,216 warrants, which are subject to Tier 2 value security escrow restrictions pursuant to the policies of the TSX-V. To the knowledge of management of the Company, no person currently beneficially owns directly or indirectly, or exercises control or discretion over, Shares carrying more than 10% of the voting rights attaching to all the outstanding Shares.

In connection with the completion of the Amalgamation, the Company is pleased to announce its board of directors as follows: Ralph Turfus (Chairman), Rana Vig (Vice Chairman), Rob Goehring, Norman Brewster and Martin Bernholtz. In addition, the Company is pleased to announce its management as follows:

- Rob Goehring – Chief Executive Officer
- Charles Abel – Chief Financial Officer and Corporate Secretary
- Neil Parker – VP Product Management and Marketing
- Murray (Buzz) Hemphill – VP Sales
- Devin Redlich – VP Operations and Service Delivery
- Kevin Campbell – Senior Software Architect

Summaries of the biographies for all of the directors and management of the Company are set out in the Information Circular.

“The team at RewardStream is proud to have arrived at their go-public date and wants to acknowledge the tremendous effort by all involved to make it possible,” said Rob Goehring, Chief Executive Officer of the Company, adding, “the listing on the TSX-V and the financing secured in the private placement ensures management has the resources to execute its business plan and position RewardStream as a leader in the referral marketing industry. As CEO, it has been a privilege to work with all involved in the effort to get us to this great point in the Company’s history”.

ITEM 6 **RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

N/A

ITEM 7 **OMITTED INFORMATION**

N/A

ITEM 8 **EXECUTIVE OFFICER**

Rana Vig, President & CEO, Tel: 604 633 2442

ITEM 9 **DATE OF REPORT**

Dated at Vancouver, B.C. this 2nd day of August, 2016.