

**FORM 51-102F3**

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

**ITEM 1      NAME AND ADDRESS OF COMPANY**

REWARDSTREAM SOLUTIONS INC.

201 – 440 Cambie Street

Vancouver, BC V6B 2N5

(the “Company”)

**ITEM 2      DATE OF MATERIAL CHANGE**

March 23, 2017

**ITEM 3      NEWS RELEASE**

News Release disseminated via Marketwired on March 23, 2017 and filed on SEDAR.

**ITEM 4      SUMMARY OF MATERIAL CHANGE**

On March 23, 2017, the Company announced that it closed a non-brokered private placement.

**ITEM 5      FULL DESCRIPTION OF MATERIAL CHANGE**

**5.1 Full Description of Material Change**

On March 23, 2017, the Company announced that it closed a non-brokered private placement (the “Private Placement”) and raised a total of \$795,600 by the issuance of 5,304,001 units (the “Units”) at a price of \$0.15 per Unit.

Each Unit consists of one common share and one-half of one share purchase warrant (the “Warrant”). Each Warrant entitles the holder to purchase one additional common share at a price of \$0.25 per share until March 23, 2019.

Securities issued in connection with the Private Placement will be subject to a hold period expiring July 24, 2017.

In connection with the Private Placement, RewardStream paid eligible finders a cash commission of \$7,200, and issued 24,000 non-transferable finders warrants (a "Finders Warrant"). Each Finders Warrant entitles the holder to acquire one common share at an exercise price of \$0.15 per share until March 23, 2019.

The net proceeds of the Private Placement will be used for general working capital and corporate purposes.

**5.2 Disclosure of Restructuring Transactions**

N/A

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

N/A

**ITEM 7**      **OMITTED INFORMATION**

N/A

**ITEM 8**      **EXECUTIVE OFFICER**

Charles Abel, CFO, Tel: 778 383 1486

**ITEM 9**      **DATE OF REPORT**

Dated at Vancouver, B.C. this 31<sup>st</sup> day of March 2017.