

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Balsam Technologies Corp.
Suite 1000, 409 Granville Street
Vancouver, BC V6C 1T2

Item 2 Date of Material Change

February 4, 2021

Item 3 News Release

A news release was disseminated on February 4, 2021 through the facilities of Stockwatch and subsequently filed on SEDAR.

Item 4 Summary of Material Change

The Company closed a previously announced non-brokered private placement (the "Placement"), raising gross proceeds of \$600,000 through the sale of 2,608,696 units at a price of \$0.23 per unit.

Item 5 Full Description of Material Change

Vancouver, British Columbia, February 4, 2021 – Balsam Technologies Corp. (TSXV: BTEC.H) (the "Company") announces that it has completed a non-brokered private placement (the "Placement") of 2,608,696 units (each, a "Unit") at a price of \$0.23 per Unit for gross proceeds of \$600,000. Each Unit consists of one common share of the Company, and one common share purchase warrant exercisable to acquire an additional common share at a price of \$0.31 until February 4, 2022.

In connection with the Placement, the Company has paid 2% of the gross proceeds (the "Administrative fee"), split evenly, between two (2) consultants that assisted with the completion of the Placement. No finders' fees are payable in connection with completion of the Placement.

The Company intends to use the proceeds of the Placement to retire existing payables and to provide the working capital necessary for the evaluation of potential strategic transactions and to satisfy the ongoing disclosure and reporting obligations of the Company.

All securities issued in connection with the Placement are subject to a four-month- and-one-day statutory hold period, in accordance with applicable securities laws, expiring on June 5, 2021.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 **Executive Officer**

Joel Shacker is knowledgeable about the material change and the Report and may be contacted (604) 283-1722.

Item 9 **Date of Report**

March 1, 2020.