

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

RBI Ventures Ltd.
450 – 400 Burrard Street
Vancouver, BC V6C 3A6

Item 2 **Date of Material Change**

December 5, 2018

Item 3 **News Release**

The news release was dated and disseminated December 5, 2018.

Item 4 **Summary of Material Change**

Russell Breweries Inc. (the “Company” or “Russell”) announced the TSX Venture Exchange (“TSXV”) has approved the change of name from Russell Breweries Inc. to “RBI Ventures Ltd.” The Company will begin trading under its new name and new trading symbol on Wednesday, December 5, 2018.

RBI Ventures Ltd. will trade under a new symbol, “RBI.H” on the NEX with new CUSIP #74934U.

Item 5 **Full Description of Material Change**

5.1 Full Description of Material Change

See item 4 above.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Confidentiality is not requested.

Item 7 **Omitted Information**

No information has been omitted in respect of the material change.

Item 8 **Executive Officer**

The following executive officer of the Company is knowledgeable about the material change disclosed in this report.

Hugh Notman, Interim Chief Executive Officer and Director
Tel (604) 689-2495

Item 9 **Date of Report**

December 6, 2018