

**FORM 51-102F3
MATERIAL CHANGE REPORT
UNDER NATIONAL INSTRUMENT 51-102**

Item 1 Name and Address of Company

Belgravia Hartford Capital Inc. (the “**Company**”)
#3-3185 Via Centrale
Kelowna, BC V1V 2A7

Item 2 Date of Material Change

February 23, 2021

Item 3 News Release

A news release was disseminated through the services of Newsfile on February 18, 2021 and subsequently filed on SEDAR.

Item 4 Summary of Material Change

The Company announced its intention to proceed with Normal Course Issuer Bid.

Item 5 Full Description of Material Change

Belgravia Hartford announced its intention to proceed with a normal course issuer bid (“**NCIB**”) through the facilities of the Canadian Securities Exchange (“**CSE**”) commencing on February 23, 2021.

Mehdi Azodi, President and CEO, stated, “The Company's management and board of directors believe that from time to time the market price of Belgravia's common share price does not reflect the underlying value of the business and current assets, and that the purchase of common shares for cancellation at such times is a prudent corporate measure that will increase the proportionate interest in the Company and further shareholder value. The purpose of the NCIB is to facilitate this process.”

As of February 17, 2021, the Company had 401,792,516 common shares issued and outstanding. Under the terms of the NCIB, Belgravia may acquire up to 20,089,626 of its common shares, representing 5% of its issued and outstanding common shares. Such common shares will be purchased only when and if the Company considers it advisable. The Company has appointed Leede Jones Gable to coordinate and facilitate its NCIB purchases.

The NCIB will terminate on the earlier of February 23, 2022 and the date on which the maximum number of Common Shares that can be acquired pursuant to the NCIB have been purchased. All shares purchased by the Company will be purchased on the open market through the facilities of the CSE and/or alternate Canadian trading systems at the market price at the time of purchase. Any common shares purchased pursuant to the NCIB will be cancelled by the Company.

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

The report is not being filed on a confidential basis.

Item 7 Omitted Information

No material information has been omitted. Full text is found in the news release.

Item 8 Executive Officer

Deena Siblock, COO (416-986-5142)

Item 9 Date of Report

February 18, 2021

Forward-Looking Statements

Certain information set forth in this material change report may contain forward-looking statements that involve substantial known and unknown risks and uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Forward-looking statements include statements that use forward-looking terminology such as “may”, “will”, “expect”, “anticipate”, “believe”, “continue”, “potential” or the negative thereof or other variations thereof or comparable terminology or other statements that are not historical facts. These forward-looking statements are subject to numerous risks and uncertainties, certain of which are beyond the control of the Company, including, but not limited to, risks associated with the impact of general economic conditions, industry conditions, dependence upon regulatory approvals, and the uncertainty of obtaining additional financing. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements.