

Form 51-102F3
Material Change Report

Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

Item 1 Name and Address of Company

1933 Industries Inc.
(formerly Friday Night Inc.)
105 – 45655 Tamihi Way
Chilliwack, BC, V2R 2M3

Item 2 Dates of Material Change

April 1, 2019

Item 3 News Release

A news release relating to the material change was disseminated Canada News Wire on April 1, 2019. The news release has also been filed on the System for Electronic Document Analysis and Retrieval (“SEDAR”) and is available at www.sedar.com.

Item 4 Summary of Material Change

1933 Industries Inc. announced that it closed the Membership Interest Purchase Definitive Agreement (the “Agreement”) to acquire the remainder nine percent (9%) of the issued and outstanding membership interests of Infused MFG LLC (“Infused”), a subsidiary of the Company.

Item 5 Full Description of Material Change

1933 Industries Inc. (the “Company” or “1933 Industries”) announced that it closed the Membership Interest Purchase Definitive Agreement (the “Agreement”) to acquire the remainder nine percent (9%) of the issued and outstanding membership interests of Infused MFG LLC (“Infused”), a subsidiary of the Company.

Under the terms of the Agreement, the purchase price (the “Purchase Price”) provides for a payment of CDN \$1,248,000, payable through the issuance of a promissory note with a principal value of US\$940,000 (the “Note”) and a maturity date of December 1, 2019; and the issuance of 7,000,000 common shares in the capital of the Company (the “Shares”), based on a deemed share price of CDN \$0.45. The Note shall bear interest at a rate of 6.0% per annum and interest only payments shall be due on the first of each month until repaid. The maturity date of the Note shall be accelerated in the event among other things the completion of a capital raise by the Company generating aggregate gross proceeds exceeding \$10 million.

The Note shall be secured with 7% of issued and outstanding membership interest of Infused. The Shares will be subject to four month and one day hold period required by applicable securities laws in Canada and such additional restrictions as may be applicable pursuant to U.S. securities laws, but shall not be subject to escrow. The Purchase Price also includes the issuance by the Company of 1,000,000 non-transferable share purchase warrants (the “Warrants”) with a strike price of \$0.53, based on the market price on the day immediately preceding March 29, 2019 (the “Closing Date”). The Warrants will have an expiration date of two (2) years from the Closing Date.

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

Not applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

Brayden Sutton, President & CEO
604-674-4756 (ext. 1)

Item 9 Date of Report

April 9, 2019.