

**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.
Suite 300 – 1055 W. Hastings Street
Vancouver, BC, V6E 2E9

Item 2 Dates of Material Change

February 10, 2021

Item 3 News Release

A news release relating to the material change was disseminated by CISION on February 10, 2021. 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. (the “Company” or “1933 Industries”) announced C\$3.5 Million Bought Deal Private Placement of Units.

Item 5 Full Description of Material Change

1933 Industries Inc. (the “Company” or “1933 Industries”) announced that it has entered into an agreement with Canaccord Genuity Corp. (“Canaccord Genuity” or the “Lead Underwriter”) pursuant to which the Lead Underwriter agrees to purchase, on a bought deal private placement basis, 31,820,000 units of the Company (the “Units”) at a price of C\$0.11 per Unit (the “Issue Price”) for aggregate gross proceeds of C\$3,500,200 (the “Offering”).

Each Unit will consist of one common share of the Company (a “Common Share”) and one Common Share purchase warrant (a “Warrant”). Each Warrant will be exercisable to acquire one Common Share at an exercise price of C\$0.16 per Common Share (the “Exercise Price”) for a period of 24 months from the closing of the Offering, subject to a Warrant acceleration right exercisable by the Company if, at any time following the date that is four months and one day from the Closing Date, the daily volume weighted average trading price of the Company’s common shares on the Canadian Securities Exchange (the “CSE”) is greater than C\$0.30 for the preceding 10 consecutive trading days.

The net proceeds of the Offering will be used for facility expansion and improvement and for general corporate purposes. The Offering is anticipated to close on or about March 4, 2021 (the “Closing Date”). Pursuant to Canadian securities laws, all securities in respect of the Offering will be subject to a four month and one day hold period commencing on 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

To reach an executive officer, please contact:

Alexia Helgason, VP, IR and Corporate Communications
604-674-4756 (ext. 1)

Item 9 Date of Report

February 26, 2021.