

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**1. Name and Address of Company**

Hydro66 Holdings Corp. (the "Issuer")  
Suite 401, 217 Queen Street West  
Toronto, Ontario M5V 0R2  
Phone : (416) 479-4094

**2. Date of Material Change**

September 23, 2019

**3. Press Release**

The press release was issued on September 23, 2019 through various approved public media and filed with the Canadian Securities Exchange and the British Columbia, Alberta, Ontario, Saskatchewan and Nova Scotia Securities Commissions.

**4. Summary of Material Change(s)**

On September 23, 2019 Mr. David Rowe was appointed Chief Executive Officer of the Company replacing Ms. Anne Graf.

**5. Full Description of Material Change**

See attached press release for details.

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

Not Applicable

**7. Omitted Information**

Not Applicable

**8. Officer**

Nick DeMare, Corporate Secretary  
Phone: (604) 685-9316

**9. Date of Report**

September 23, 2019

NEWS RELEASE

September 23, 2019

## Hydro66 Announces Appointment of David Rowe as Chief Executive Officer

Boden, Sweden, September 23, 2019 - **Hydro66 Holdings Corp. (“Hydro66” or the “Company”) (CSE: SIX) (OTCQB:HYHDF)** is pleased to announce the appointment of David Rowe as Chief Executive Officer (“CEO”) to lead the company through its next stages of growth. David succeeds Anne Graf who has accepted a senior role with Facebook based in Luleå, Sweden.

David Rowe was formerly the founder and CEO of Easynet Group, a \$350m global enterprise cloud services business built from scratch over the course of 15 years. David sold Easynet to BSKyB in 2006 and subsequently led the buyout of the Enterprise division in 2010 before exiting again in 2013. David founded Hydro66 in 2014 and has continuously served as non-executive Chairman.

David Rowe said *“On behalf of the Board we would like to thank Anne for her important contribution to the business during the latest expansion stage of the Boden data center. Anne is taking on a senior role at Facebook, and we wish her every success. I am looking forward to leading the business and focusing on the opportunity we have to drive expansion and profitable growth for our award-winning, ultra-efficient, hyperscale data center.”*

### FOR MORE INFORMATION, PLEASE CONTACT:

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### About Hydro66

Hydro66 owns and operates an award-winning colocation data center in Sweden specializing in High Performance Computing (“HPC”) hosting. The Company hosts third party IT infrastructure, utilizing 100% green power, at amongst the EU’s lowest power prices and within an ISO27001 accredited facility.

Hydro66 is uniquely positioned to capitalize on opportunities in blockchain infrastructure as well as the traditional Enterprise colocation data center market. The Company provides truly green power at a leading price, purpose-built space and cooling, telecoms, IT support services and 24/7 physical security in their facility in Boden, Sweden. [www.hydro66.com](http://www.hydro66.com)

### Forward-Looking Information

Certain information set forth in this news release may contain forward-looking statements that involve substantial known and unknown risks and uncertainties. All statements other than statements of historical fact are forward-looking statements, including, without limitation, statements regarding future

financial position, business strategy, use of proceeds, corporate vision, proposed acquisitions, partnerships, joint-ventures and strategic alliances and co-operations, budgets, cost and plans and objectives of or involving the Company. Such forward-looking information reflects management's current beliefs and is based on information currently available to management. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "predicts", "intends", "targets", "aims", "anticipates" or "believes" or variations (including negative variations) of such words and phrases or may be identified by statements to the effect that certain actions "may", "could", "should", "would", "might" or "will" be taken, occur or be achieved. A number of known and unknown risks, uncertainties and other factors may cause the actual results or performance to materially differ from any future results or performance expressed or implied by the forward-looking information. 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, the impact of general economic conditions, industry conditions and dependence upon regulatory approvals. *Certain material assumptions regarding such forward-looking statements may be discussed in this news release and the Company's annual and quarterly management's discussion and analysis filed at [www.sedar.com](http://www.sedar.com).* 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. The Company does not assume any obligation to update or revise its forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by securities laws.

Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this news release.