

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

Subscribe Technologies Inc. (the “Company”)
604 – 700 West Pender Street
Vancouver, BC V6C 1G8

Item 2: Date of Material Change

June 28, 2018.

Item 3: News Release

A news release was issued and disseminated on June 28, 2018 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that it has closed a non-brokered private placement of up to 7,500,000 units at price of \$0.08 per unit, for gross proceeds of \$600,000.

Item 5: Full Description of Material Change

The Company announced that it has closed a non-brokered private placement of up to 7,500,000 units at price of \$0.08 per unit, for gross proceeds of \$600,000. Each unit will consist of one common share and one transferable common share purchase warrant, each warrant entitling the holder to acquire one additional common share of the Company at a price of \$0.14 per common share for a period of three years from the date of closing.

The Company paid a finder’s fee of 8% cash to Leede Jones Gable Inc. All Shares issued pursuant to the private placement are subject to a four month hold period in Canada. The net proceeds of the private placement will be used for general working capital.

With this financing the Company welcomes a new, predominantly US based investment network as shareholders, who collectively possess significant experience working with and investing in public micro cap, software as a service, and technology focused companies.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

Paul Dickson, President & CEO
T: 778.775.7297
E: inquiries@subscribetechnology.com

Item 9: Date of Report

June 28, 2018.