

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Reporting Issuer

Subscribe Technologies Inc. (the “Company”)
804 – 750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

November 20, 2019.

Item 3: News Release

A news release was issued and disseminated on November 19, 2019 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that it plans to issue up to 3,795,000 common shares (the “Shares”) of the Company for past services performed (the “Shares for Services”), in lieu of cash, to certain related parties of the Company.

Item 5: Full Description of Material Change

The Company announced that that it plans to issue up to 3,795,000 Shares of the Company for Shares for Services in lieu of cash, to certain related parties of the Company at a deemed price of \$0.05 per Share, totaling approximately \$189,750. The Shares issued are subject to a four month hold period.

Paul Dickson, President, CEO and a director of the Company received 1,900,000 Shares through his company, Basic Corporate Services Ltd., Harvey Dick, a director of the Company received 1,300,000 Shares and Christopher P. Cherry received 595,000 Shares through his company, Cherry Consulting Ltd. As a result, the Shares for Services transaction is a related party transaction (as defined under Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* (“MI 61-101”). The Company relied upon section 5.5(a) “Fair Market Value Not More Than \$2,500,000” and section 5.5(b) the “Issuer Not Listed on Specified Markets” and exemptions from the formal valuation and minority shareholder approval requirements, respectively, under MI 61-101.

About Subscribe Technologies:

Subscribe Technologies Inc. develops, partners with, acquires, and invests in Software-as-a-Service (SaaS) business with a subscription-based business model.

To learn more about Subscribe Technologies, please visit www.subscribetechnology.com.

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
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Item 9: Date of Report

November 20, 2019.