

**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

January 17, 2020.

Item 3: News Release

A news release was issued and disseminated on January 16, 2020 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that it plans to issue up to 540,000 common shares (the “Shares”) of the Company for past services performed (the “Shares for Services”), in lieu of cash, to a related party of the Company at a deemed price of \$0.05 per Share, totaling approximately \$27,000.

Item 5: Full Description of Material Change

The Company announced that it plans to issue up to 540,000 Shares for Services, in lieu of cash, to a related party of the Company at a deemed price of \$0.05 per Share, totaling approximately \$27,000. The Shares issued will be subject to a four month hold period.

Harvey Dick, a director of the Company received the 540,000 Shares pursuant to the Shares for Services transaction. 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(b) the “Issuer Not Listed on Specified Markets” and 5.7(a) the “Fair Market Value Not More than \$2,500,000” 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:

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Item 9: Date of Report

January 20, 2020.