

**Form 51-102F3**  
**Material Change Report**

**Item 1 Name and Address of Company**

Mag One Products Inc. (the “Company”)  
#145-925 W. Georgia Street  
Vancouver, BC V6C 3L2

**Item 2 Date of Material Change**

March 29, 2016, July 21, 2016

**Item 3 News Release**

News Releases issued on March 29, 2016, August 23, 2016 and September 13, 2017.

**Item 4 Summary of Material Change**

Mag One Products Inc. partners with MagBoard LLC as announced on March 29, 2016 with further clarification to current status.

**Item 5 Full Description of Material Change**

On March 29, 2016 the Company entered into a verbal agreement with MagBoard LLC (“MagBoard”), a private US company, to form a new company (“MBE”) in Quebec for the manufacturing of magnesium based wallboard. Subsequently as announced on August 23, 2016 by way of press release, on July 21, 2016, the Company entered into a revised contractual joint venture agreement with MagBoard with the following terms set forth:

The Company will earn its 50% interest of MagBoard by:

- Providing \$500,000 start-up capital to Magboard;
- Providing a minimum 10,000 sq. ft. serviced facility to house the MagBoard assembly operation; and
- Providing up to US\$200,000 to purchase a convertible debenture in MagBoard. The convertible debenture would have a coupon of 5% per annum and be convertible into shares of Magboard at \$0.50 per share,

As of the date of this report, the Company has loaned Magboard US\$150,000, in connection with the convertible debenture noted above, resulting in the terms enacting the JV not being met, pending the satisfactory transfer of consideration of the rest of terms of the agreement noted above.

**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**

Contact: Nelson Skalbania, CEO  
Telephone: (604) 669-4771

**Item 9 Date of Report**

January 19, 2018