

Form 51-102F3
Material Change Report

MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF NATIONAL INSTRUMENT 51-102

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS “CONFIDENTIAL”.

Item 1. Name and Address of Company

Mag One Products Inc.
Suite 145 – 925 Georgia Street West,
Vancouver, B.C.,
V6C 3L2

Item 2. Date of Material Change

May 22, 2019

Item 3. News Release

The news release was disseminated through CSE, BC Securities Commission, Alberta Securities Commission, Manitoba Securities Commission, Ontario Securities Commission, Stockwatch, and Market News.

Item 4. Summary of Material Change

Mag One Products Inc. (CSE: MDD) (the “**Company**” or “**Mag One**”) is pleased to announce that on May 22, 2019, the Company closed a non-brokered private placement of 8,310,000 units of the Company (each a “**Unit**”), at a subscription price of \$0.10 per Unit, for total gross proceeds of up to \$831,000.

Item 5. Full Description of Material Change

Mag One Products Inc. (CSE: MDD) (the “**Company**” or “**Mag One**”) is pleased to announce that on May 22, 2019, the Company closed a non-brokered private placement of 8,310,000 units of the Company (each a “**Unit**”), at a subscription price of \$0.10 per Unit, for total gross proceeds of up to \$831,000.

Each Unit is comprised of one common share in the capital of the Company and one transferable common share purchase warrant (“**Warrant**”). Each Warrant will entitle the holder thereof to purchase one additional common share of the Company at an exercise price of \$0.25 per common share for a period of one year from the date of issue. Upon the exercise of these warrants, the Company would receive an additional \$2.08M in funds.

Insiders of the Company subscribed for 2,760,000 units.

Finder's fees totalling \$42,400 are payable to Haywood Securities Inc. and Rastika Investment Corp. The finder's fees are payable in accordance with Canadian Securities Exchange ("CSE") policies. The Company intends to use the net proceeds of the Private Placement for general corporate and working capital purposes.

All securities issued in connection with the Private Placement will be subject to a statutory hold period of four months plus one day from the date of issuance of the securities in accordance with applicable Canadian securities legislation.

About Mag One

For further information or questions respecting the Company kindly contact the Company via email at: info@MagOneProducts.com. Additional information can be found on the Company's website at www.MagOneProducts.com or by viewing the Company's filings at www.sedar.com.

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

Nothing in this form is required to be maintained on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officers

Gillian Holcroft, President & CEO
Phone: (514) 928 – 6512

Item 9. Date of Report

Dated at Vancouver this 23rd day of May, 2019.

By: Mag One Products Inc.

"Gillian Holcroft"

Gillian Holcroft, President & CEO