

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

**Item 1 Name and Address of Company**

**Mag One Products Inc.** (the “Company” or “MOPI”)  
#600 – 777 Hornby Street  
Vancouver, BC, V6Z 1S4

**Item 2 Date of Material Change**

May 22, 2020

**Item 3 News Release**

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated through the news dissemination services of the Newswire, Stockwatch and Baystreet on May 27, 2020.

**Item 4 Summary of Material Change**

The Company announced it has signed an LOI with VERA Clean (the “Vera”). The scope of the LOI and pending definitive agreement provides Mag One or an affiliate an exclusive licensing, distribution, import/export, and manufacturing/repackaging of Vera Clean products for Canada, United States, Italy, Spain, Portugal, and Austria (collectively the “Territory”).

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

The Company announced it has signed an LOI with VERA Clean (the “Vera”). The scope of the LOI and pending definitive agreement provides Mag One or an affiliate an exclusive licensing, distribution, import/export, and manufacturing/repackaging of Vera Clean products for Canada, United States, Italy, Spain, Portugal, and Austria (collectively the “Territory”).

The contemplated licensing agreement between Vera and MOPI outlines the territories of which MOPI has exclusive marketing and distribution rights, it grants VERA and Gross Override Royalty (GORR) of 8% on all gross sales achieved by MOPI as well as a licensing fee of \$100,000.00 within 7-days of signing the agreement. The LOI stipulates a 45-day due diligence period before moving into a Licensing and distribution agreement. MOPI will be allowed to re-brand, sub-license or co-brand the products within their territories.

MOPI will undertake to pay for and have the Vera Clean products tested in Canada against the live COVID-19 virus at a secure Level 3 facility to test for the effectiveness against the virus.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

**Item 6            Reliance on Subsection 7.1(2) of National Instrument 51-102**

Not applicable.

**Item 7            Omitted Information**

Not applicable.

**Item 8            Executive Officer**

**Tony Louie**

President & CEO

For more information, please contact the Company at:  
Telephone: 604-319-8712

**Item 9            Date of Report**

May 27, 2020



**MAG ONE PRODUCTS INC.** CSE: MDD | Frankfurt: 304, Equity | OTC MGPRF

**PRESS RELEASE**

**MAG ONE SIGNS LOI WITH VERA PRODUCTS**

Vancouver, B.C., Canada – May 27, 2020 – Mag One Products Inc. (the “**Company**” or “**MOPI**”) is pleased to announce that it has signed an LOI with VERA Clean (the “**Vera**”). The scope of the LOI and pending definitive agreement provides Mag One or an affiliate an exclusive licensing, distribution, import/export, and manufacturing/repackaging of Vera Clean products for Canada, United States, Italy, Spain, Portugal, and Austria (collectively the “**Territory**”).

The contemplated licensing agreement between Vera and MOPI outlines the territories of which MOPI has exclusive marketing and distribution rights, it grants VERA and Gross Override Royalty (GORR) of 8% on all gross sales achieved by MOPI as well as a licensing fee of \$100,000.00 within 7-days of signing the agreement. The LOI stipulates a 45-day due diligence period before moving into a Licensing and distribution agreement. MOPI will be allowed to re-brand, sub-license or co-brand the products within their territories.

MOPI will undertake to pay for and have the Vera Clean products tested in Canada against the live COVID-19 virus at a secure Level 3 facility to test for the effectiveness against the virus.

Tony Louie, President and CEO of Mag One, said the following: “We are extremely excited to partner with Vera to bring its innovative cleaning, sanitizing and disinfectant products to the Canadian, US and various EU markets. We see great potential and growth for Vera’s highly potent plant-based products that are used to protect against bacterial and viral contagions. There is a massive need in the marketplace at the moment with this ongoing COVID-19 Pandemic. We are pleased to be offering a new all-natural and plant-based alternative to the territories we have been granted under this LOI.”

Mariann Cuza, CEO and Founder of Vera Clean, said the following: “We at Vera Clean are very proud of our products and are pleased to be partnering with Mag One to further distribute our product line into new markets and bring more natural alternatives to harsh chemicals to combat COVID-19 and many other contaminants. Even our hand sanitizers are all natural and have been shown to be effective against most bacterial and viral contagions. We look forward to seeing our products on shelves all around the world. Our partnership with Mag One being a huge leap forward for our company and product line.”

**About Vera**

VERA produces safe, multi-purpose highly potent plant-based disinfectants, sanitizers, concentrates and other solution formulations with a unique paramagnetic efficacy that both cleans and starves bacteria from multiplying on surfaces

The Transformative Cleaning® power of VERA products cleans soiled and dirty surfaces, including fabrics, through its deep penetrating cleansing action that dissolves and purges soiling and contaminants.

Effective cleaning with VERA products offers 99.9% of hygiene requirements and is most suited in quelling the transmutation of bacteria into superbugs that host viruses, including coronaviruses, that have been increasingly occurring in today's world and environment

<https://www.veraclean.com.au/>

On behalf of the Board, “*Tony Louie*”, President & CEO, Mag One Products Inc.

#600 -777 Hornby Street, Vancouver, BC V6Z 1S4 Canada

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MAG ONE

*Neither the Canadian Securities Exchange nor CNSX Markets accepts responsibility for the adequacy or accuracy of this news release.*

### **About Mag One Products Inc.**

**Mag One Products Inc.** is a technology, processing & production company. Using its game-changing technology, Mag One Products aims to be the most environmentally friendly & sustainable producer of magnesium (Mg) metal, ultrapure Mg compounds, by-products and vertically integrated co-products. For further information or questions respecting the Company kindly contact the Company via email at: [info@MagOneProducts.com](mailto:info@MagOneProducts.com). Additional information can be found on the Company's website at [www.MagOneProducts.com](http://www.MagOneProducts.com) or by viewing the Company's filings at [www.sedar.com](http://www.sedar.com).

### **Forward-Looking Information**

Information set forth in this press release may involve forward-looking statements, including statements relating to reinstatement for trading on the CSE. Forward-looking statements are statements that relate to future, not past, events. In this context, forward-looking statements often address a company's expected future business and financial performance, and often contain words such as "anticipate", "believe", "plan", "estimate", "expect", and "intend", statements that an action or event "may", "might", "could", "should", or "will" be taken or occur, or other similar expressions. By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following risks: risks associated with marketing and sale of securities; the need for additional financing; reliance on key personnel; the potential for conflicts of interest among certain officers or directors with certain other projects; and the volatility of common share price and volume. Forward-looking statements are made based on management's beliefs, estimates and opinions on the date that statements are made and except as required by law, the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change. Investors are cautioned against attributing undue certainty to forward-looking statements. For further information on risk, investors are advised to see the Company's MD&A and other disclosure filings with the CSE regulators which are found at [www.sedar.com](http://www.sedar.com).