

FORM 51-102F3

MATERIAL CHANGE REPORT

Name and Address of Company

Plymouth Rock Technologies Inc,
Suite 206 – 1045 West 8th Avenue,
Vancouver, BC, V6H 1C3

Item 2.

Date of Material Change

June 4, 2021

Item 3.

News Release

The news release was disseminated through Newsfile Corp. on June 7, 2021

Item 4.

Summary of Material Change

The Company announced the completion of its previously announced acquisition of Tetra Drones Limited (“Tetra” or “Tetra Drones”), a developer of custom-made, high-performance and niche Unmanned Aircraft Systems (UAS).

Item 5.

Full Description of Material Change

5.1

Full Description of Material Change

See Schedule “A” attached hereto

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 None.

Item 8.

Executive Officer

Dana Wheeler
President and CEO
+1-774-404-7685
info@plyrotech.com

Item 9.

Date of report

June 7, 2021

Schedule "A"

PLYMOUTH ROCK ANNOUNCES COMPLETION OF ACQUISITION OF TETRA DRONES

Plymouth, Massachusetts – June 7, 2021 – Plymouth Rock Technologies Inc. (CSE: PRT) (OTC: PLRTF) (Frankfurt: 4XA WKN# A2N8RH) ("Plymouth Rock", "PRT", or the "Company"), a leader in developing threat detection and unmanned technologies, today announced the completion of its previously announced acquisition of Tetra Drones Limited ("Tetra" or "Tetra Drones"), a developer of custom-made, high-performance and niche Unmanned Aircraft Systems (UAS).

Plymouth Rock acquired 100 ordinary shares of Tetra from the sole Shareholder, Mr. Ben Pickard. Mr. Pickard will continue to work for PRT following completion of the acquisition.

"The acquisition of Tetra provides us with a U.K. based production and sales team with a record of success. We welcome the Tetra team to Plymouth Rock, as we move forward to a sales phase within the USA and EU." said Dana Wheeler, President and CEO of Plymouth Rock.

About Tetra Drones

Tetra is a private company subsisting under the laws of England and Wales, which carries on the business of producing drones and was founded in 2017 in the UK. It has a track record of sales to international entities, and it is often selected by leading universities, law enforcement and environmental agencies for mission specific UAS.

About Plymouth Rock Technologies Inc.

We are on a mission to bring engineering-driven answers to the most critical problems that threaten our safety. We work with government, law enforcement and military to innovate solutions for national security, defense and space systems.

The Company is developing the next generation of threat detection solutions and Unmanned Aircraft Systems (UAS).

The PRT X1 is a purpose-built multirotor UAS, utilizing Artificial Intelligence, cutting-edge sensors and the latest FLIR dual-camera module as standard, offering thermal capabilities alongside

1080p HD real-time air-to-ground streaming and 4K video recording, with the ability to mount multiple, various sensors, modules and payloads.

Our advanced threat detection methods fuse artificial intelligence with augmented reality interfaces to eliminate human operating error. Plymouth Rock products, both airborne and land-based, will scan for threat items at greater ‘stand-off’ distances than current existing technologies. Our unique radar imaging and signal processing technology creates new opportunities for remotely operated, non-intrusive screening of crowds in real time.

Plymouth Rock’s core technologies include: (1) UAS platforms engineered to conform to H.R.4753 – Drone Origin Security Enhancement Act (“X1”) (“XV”); (2) Millimeter Remote Imaging from Airborne Drone (“MIRIAD”); (3) A compact microwave radar system for scanning shoe’s (“Shoe Scanner”); (4) A compact modular radar utilized for a variety of applications, from aircraft to weapon detection (“CODA”).

www.plyrotech.com

ON BEHALF OF THE BOARD OF DIRECTORS

Dana Wheeler
President and CEO
+1-774-404-7685
info@plyrotech.com

Investor Information:
Tasso Baras
+1-778-477-6990
tasso@plyrotech.com

Forward Looking Statements

Certain information set forth in this news release may contain forward-looking statements that involve substantial known and unknown risks and uncertainties. All statements other than statements of historical fact are forward-looking statements, including, without limitation, statements regarding future financial position, business strategy, use of proceeds, corporate vision, proposed acquisitions, partnerships, joint-ventures and strategic alliances and co-operations, budgets, cost and plans and objectives of or involving the Company. Such forward looking information reflects management’s current beliefs and is based on information currently available to management. Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “predicts”, “intends”, “targets”, “aims”, “anticipates” or “believes” or variations (including negative variations) of such words and phrases or may be identified by

statements to the effect that certain actions “may”, “could”, “should”, “would”, “might” or “will” be taken, occur or be achieved. A number of known and unknown risks, uncertainties and other factors may cause the actual results or performance to materially differ from any future results or performance expressed or implied by the forward-looking information. These forward – looking statements are subject to numerous risks and uncertainties, certain of which are beyond the control of the Company including, but not limited to, the impact of general economic conditions, industry conditions and dependence upon regulatory approvals. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. The Company does not assume any obligation to update or revise its forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by securities laws.