

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Share International Systems Inc. (the "Company")
1443 Spitfire Place
Port Coquitlam, B.C. V3C 6L4

Item 2. Date of Material Change

June 7, 2018

Item 3. News Release

A News Release dated June 8, 2018 was disseminated via Nasdaq GlobeNewswire and filed on SEDAR on June 8, 2018.

Item 4. Summary of Material Change

The Company closed the second and final tranche of a Non-Brokered Private Placement (the "**Private Placement**") raising gross proceeds, of \$1,578,500.00 from the issuance and sale of 3,946,250 Units at a price of \$0.40 per Unit. No new insiders were created, nor any change of control occurred, as a result of this Private Placement.

The Private Placement was over-subscribed and raised a total of \$3,911,098 of the proposed \$2,500,000 Private Placement previously announced on April 19, 2018.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that it has closed the second and final tranche of a Non-Brokered Private Placement raising gross proceeds, of \$1,578,500.00 from the issuance and sale of 3,946,250 Units at a price of \$0.40 per Unit. No new insiders were created, nor any change of control occurred, as a result of this Private Placement.

The Private Placement was over-subscribed and raised a total of \$3,911,098 of the proposed \$2,500,000 Private Placement previously announced on April 19, 2018.

Each Unit was sold at a purchase price of \$0.40 per Unit, and the Unit consists of one (1) common share ("**Common Share**") of the Company and one (1) non-transferable share purchase warrant ("**Warrant**").

Each Warrant will entitle the holder to acquire one (1) Common Share at an exercise price of \$0.60 for a period of 24 months from the closing date of the Private Placement. In the event that the Company's common shares trade at a closing price on the Exchange of greater than \$1.00 per share for

a period of 10 consecutive trading days at any time after the closing date, the Company may accelerate the expiry date of the Warrants by giving notice to the holders thereof and in such case the Warrants will expire on the 30th day after the date hereafter referred to as the ("**Eligible Acceleration Date**") on which such notice is given by the Company.

These Common Shares and Warrants issued under the first tranche of the Private Placement will be subject to a four month and one day resale restriction expiring September 11, 2018 and the second tranche of the Private Placement will be subject to a four month and one day resale restriction expiring October 7, 2018.

All securities issued in the financing will be subject to a statutory hold period expiring four months and one day after closing of the financing. Completion of the financing is subject to a number of conditions, including, without limitation, receipt of all regulatory approvals, including approval of the Canadian Securities Exchange ("**CSE**").

In connection with the Private Placement, the Company paid a commission on a portion of the Private Placement to certain eligible finders. The total commission paid on the two tranches consisted of a cash payment of \$93,760 (the "**Cash Finder's Fee**") and the issuance to the finder of 234,400 warrants ("**Finder's Warrants**"). Each Finder's Warrant has the same terms as the Warrants issued under the Private Placement.

The Company intends to use the net proceeds of the Private Placement for the advancement of the Company's projects that are currently in the pipeline and will also be evaluating new project opportunities as part of its business model.

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 Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Lynn Mueller, Chairman and Chief Executive Officer
Telephone: 604 475-7710.

Item 9. Date of Report

DATED at Vancouver, British Columbia, this 18th day of June, 2018.