

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Carl Data Solutions Inc. (the "Company")
Suite 488 - 1090 West Georgia Street
Vancouver, BC V6E 3V7

Item 2 Date of Material Change

September 7, 2018

Item 3 News Release

The news release dated September 11, 2018 was disseminated through PRNewswire.

Item 4 Summary of Material Change

On September 7, 2018, Julie K. McClure was appointed as a director of the Company. McClure is a seasoned executive, bringing over 20 years professional experience that includes a combination of Wall Street experience, entrepreneurship, public & private equity capital raising and investing. Her previous success working with early stage and high growth companies on their strategic growth plans and corporate development initiatives will help the Company continue its growth as a public company.

In her current role as a Managing Partner at Paterson Partners, a family-office venture capital firm, McClure focuses on investing in and building early stage and high growth companies across a variety of sectors including Media, Technology and Fintech. As a former Vice President at Morgan Stanley, McClure has a decade of Wall Street and Bay Street experience in Mergers & Acquisitions, Institutional Equity Sales and Private Equity & Infrastructure Investing.

Since leaving Wall Street, McClure has launched and built her own consumer businesses as well as worked as a contract-based executive and C-Level advisor focused on the development and execution of strategic growth plans and partnerships, mergers & acquisitions, new business development initiatives and private capital raising strategies & plans. Her educational background includes an Honors Business Administration (HBA) degree from the Ivey Business School (University of Western Ontario) and a Bachelor of Science (B.Sc.) degree from the University of Ottawa.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See Item 4 above and the attached news release for a full description of the material change.

5.2 *Disclosure for Restructuring Transactions*

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Greg Johnston, President and Chief Executive Officer, 604.209.0034

Item 9 Date of Report

September 12, 2018

SCHEDULE "A"



CSE: CRL
FSE: 7C5
OTC:CDTAF

CARL DATA SOLUTIONS WELCOMES JULIE K. McCLURE TO BOARD OF DIRECTORS

September 11, 2018 -Vancouver, British Columbia - Carl Data Solutions Inc. (CSE:CRL, FSE:7C5, OTC:CDTAF) ("Carl Data" or the "Company"), is pleased to announce that Julie K. McClure will be joining their board of directors. McClure is a seasoned executive, bringing over 20 years professional experience that includes a combination of Wall Street experience, entrepreneurship, public & private equity capital raising and investing. Her previous success working with early stage and high growth companies on their strategic growth plans and corporate development initiatives will help Carl Data continue its growth as a public company.

"I'm excited to bring my experience to Carl Data Solutions as both a complement to the existing board members and to help accelerate the strategic growth of the company" said McClure. "With the right strategy, the company has tremendous potential given the combination of Carl Data's unique industrial IOT technology and current market trends."

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School (University of Western Ontario) and a Bachelor of Science (B.Sc.) degree from the University of Ottawa.

Greg Johnston, Carl Data CEO and President, commented, "We are very pleased to have Julie coming onto the Carl Data Board of Directors. She is extremely bright and experienced in all areas of running the public side of a company. I'm sure her insights will prove invaluable over the coming years."

About Carl Data Solutions Inc.

Carl Data Solutions Inc. is an Industrial IoT (IIoT) company focused on providing next generation information collection, storage and analytics solutions for data-centric companies. Building on its recent acquisitions, Carl helps its clients analyze and understand all forms of environmental data through a powerful platform of data collection, monitoring, reporting, and predictive analysis tools.

Carl Data continues to develop applications to work with new cloud-based mass storage services and analytics tools (Big-Data-as-a-Service (BDaaS) to provide scalability for municipalities, utilities and other industrial verticals. These data collection and storage methods allow the company to build smart Software-as-a-Service (SaaS)-based applications that can collect data from many diverse sources and provide deep insight for decision-making purposes. More information can be found at www.CarlSolutions.com.

On behalf of the Board of Directors:

Greg Johnston
President, Chief Executive Officer, Director
Carl Data Solutions Inc.

For further information please contact:

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The Canadian Securities Exchange (operated by CNSX Markets Inc.) has neither approved nor disapproved of the contents of this press release.