

**Form 51-102F3**  
***Material Change Report***

**Item 1            Name and Address of Company**

**1014379 B.C. LTD.** (the “Issuer”)  
Suite 810 – 789 West Pender Street  
Vancouver, British Columbia V6C 1H2

**Item 2            Date of Material Change**

November 12, 2019

**Item 3            News Release**

The news release dated November 7, 2019 was filed on SEDAR.

**Item 4            Summary of Material Change**

The Issuer announced that it has received a revocation order dated November 7, 2019 from the British Columbia Securities Commission (the “BCSC”).

**Item 5            Full Description of Material Change**

**Item 5.1          Full Description of Material Change**

The Issuer announced that the cease trade order (the “CTO”) issued by the BCSC has been revoked.

The CTO was issued by the BCSC on May 6, 2019, as a result of the failure of the Company, under its previous management, to file its annual financial statements and related management’s discussion and analysis within the required time.

The Company has addressed all of the outstanding filing deficiencies and brought its continuous disclosure records on SEDAR up to date. As a condition of receiving the revocation order, the Company has provided the BCSC with an undertaking to hold its annual shareholders’ meeting within three months from when the CTO is revoked.

*Past Developments*

Since the CTO was put in place on May 6, 2019, the Company has been relatively inactive and appointed the following directors and officers:

- Mr. Eugene Beukman as CEO, President and Director effective July 17, 2019; and
- Mr. Peter Nguyen as CFO and Corporate Secretary effective July 30, 2019.

As of November 7, 2019, the following individuals were appointed as Directors:

- Mr. Alexander Somjen; and
- Mr. Joel Dumaresq.

Mr. Somjen and Mr. Dumaresq are independent directors who have also been appointed as audit committee members for the purposes of NI 52-110.

Future Developments

The Company is in the process of reviewing several potential projects and may seek to apply for listing on a Canadian stock exchange.

**Item 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**

Eugene Beukman, CEO, President & Director  
Business Telephone: (604) 687-2038  
E-Mail: ebeukman@partumadvisory.com

**Item 9 Date of Report**

November 12, 2019