

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

**Item 1 Name and Address of Company**

1040433 BC Ltd. (the "Company")  
Suite 1128– 789 West Pender Street  
Vancouver, BC V6C 1H2

**Item 2 Date of Material Change**

August 31, 2017

**Item 3 News Release**

The news release was disseminated on **September 1, 2017** by way of the facilities of **Stockwatch and Market News**. Copies were also filed on SEDAR with the applicable Securities Commissions.

**Item 4 Summary of Material Change**

The Company announced it changed its auditor.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

The Company announced the board of directors of the Company has appointed Adam Sung Kim Ltd., Chartered Professional Accountants as the Company's new auditor, replacing Charlton & Company, Chartered Professional Accountants. The Company has filed a Notice of Change of Auditors in respect of this change under its profile on SEDAR at [www.sedar.com](http://www.sedar.com)

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

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

Eugene Beukman  
President and Director

Business Telephone: 604-687-2038

**Item 9 Date of Report**

September 1, 2017