

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Foreshore Exploration Partners Corp. (the "**Company**")
Suite 2040-885 West Georgia Street
Vancouver, B.C. V6C 3E8

Item 2 Date of Material Change

December 14, 2018

Item 3 News Release

A news release was disseminated on December 17, 2018 through the facilities of Stockwatch.

Item 4 Summary of Material Change

The Company has entered into a definitive merger agreement dated December 14, 2018, 2018 with POSaBIT, Inc. ("**POSaBIT**") whereby the Company will acquire all of the issued and outstanding securities of POSaBIT (the "**Transaction**").

Item 5 Full Description of Material Change

On December 14, 2018 the Company entered in a definitive merger agreement with POSaBIT in respect of the Transaction.

Additionally, the Company has determined that in order to complete its proposed transaction with POSaBIT, Inc. ("**POSaBIT**") whereby Foreshore will acquire all of the issued and outstanding securities of POSaBIT (the "**Transaction**"), Foreshore will seek to delist from the TSX Venture Exchange ("**TSXV**") and pursue a listing application with the Canadian Securities Exchange ("**CSE**"). In order to satisfy the listing requirements of the CSE, Foreshore will prepare and file a non-offering preliminary prospectus (the "**Prospectus**") with each of the British Columbia, Alberta and Ontario Securities Commissions.

The principal terms of the Transaction as announced on June 11, 2018 will remain unchanged.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Chris Beltgens is knowledgeable about the material change and the Report and may be contacted (604) 347-9535

Item 9 Date of Report

December 20, 2018