

**1169082 B.C. LTD.**

**MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Company**

1169082 B.C. Ltd. (the "Issuer")  
5728 East Boulevard  
Vancouver, British Columbia, V6M 4M4

**Item 2: Date of Material Change**

February 5, 2020

**Item 3: News Release**

A news release was issued and disseminated through the facilities of Accesswire Canada wire on February 5, 2020 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)). A copy of the news release is attached as Schedule "A" hereto.

**Item 4: Summary of Material Change**

Appointment of Patrick Brown and Richard Paolone to the board of directors.

**Item 5: Full Description of Material Change**

See attached news release at Schedule "A" to this report.

**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**

The following senior officer of the Company is knowledgeable about the material change and this report:

J. Scott Munro, Director; E-mail: [pubcosrvc@outlook.com](mailto:pubcosrvc@outlook.com)

**Item 9: Date of Report**

February 5, 2020

## SCHEDULE "A"

### 1169082 B.C. LTD. ANNOUNCES DIRECTOR APPOINTMENTS

**Vancouver, B.C., February 5, 2020 – 1169082 B.C. Ltd.** (the "Company" or "082BC") announces that it has appointed Richard Paolone and Patrick Brown as directors effective immediately.

#### **Bios for new directors:**

##### ***Richard Paolone***

Mr. Paolone, 29, is currently employed at a boutique securities law firm focused on corporate finance and M&A in Toronto, Ontario. He has experience in the industries of natural resources, technology and cannabis. Mr. Paolone assists with corporate and debt restructuring by rehabilitating companies to enhance shareholder value. Mr. Paolone's current positions include: director of Hemagenetics Technologies Corp. as of July 5, 2019, Red Pine Petroleum Ltd. (RPN: TSXV) as of May 2019, a company involved in oil and gas exploration and development; director of 1143990 BC Ltd. as of June 2019; and Chief Executive Officer and director of Rotonda Ventures Corp. as of February 2019 - a company involved in oil and gas, specifically frack water remediation. Mr. Paolone holds a Juris Doctorate from Bond University and Bachelor of Arts from Mount Royal University. He serves as director and officer of other privately held Canadian companies in the industries of cannabis, biotech and mineral exploration.

##### ***Patrick Brown***

Mr. Brown, 53, is an experienced and formally trained Chartered Accountant with over 25 years in senior audit and finance roles. He is also an experienced public markets investor relations professional, having directed and orchestrated programs for several OTC registered entities.

#### **1169082 B.C. LTD.**

On behalf of the Board of Directors

*J. Scott Munro, Director*

Contact: [pubcosrvc@outlook.com](mailto:pubcosrvc@outlook.com)

*Forward-Looking Information: This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of 082BC. Forward-looking information is based on certain key expectations and assumptions made by the management of 082BC. Although 082BC believes that the expectations and assumptions on which such forward-looking information is based on are reasonable, undue reliance should not be placed on the forward-looking information because 082BC can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. 082BC disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.*