

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

- Item 1**      **Name and Address of Company**  
Dominion Water Reserves Corp. (the “Company”)  
609 – 1188 Union Avenue  
Montreal, QC H3B 0E5
- Item 2**      **Date of Material Change**  
February 26, 2021
- Item 3**      **News Release**  
A news release dated March 1<sup>st</sup>, 2021 was disseminated and subsequently filed on SEDAR.
- Item 4**      **Summary of Material Change**  
The Company completed a non-brokered private placement for gross proceeds of \$1,175,000
- Item 5**      **Full Description of Material Change**  
On February 26, 2021, the Company closed a non-brokered private placement of 11,750,000 units of the Company (the “Units”) at \$0.10 per Unit for gross proceeds of \$1,175,000 (the “Offering”).
- Each Unit consisted of one (1) common share in the capital of the Company (a “Share”) and one (1) common Share purchase warrant of the Company (a “Warrant”). Each Warrant is exercisable into one (1) additional Share at an exercise price of \$0.15 per Share on or before February 26, 2023.
- \$5,000 finder’s fee was paid in connection with the Offering. All securities issued in connection with the Offering are subject to a statutory hold period of four months plus a day in accordance with applicable securities legislation ending on June 27, 2021.
- The Company intends to use the proceeds from the Offering for general working capital.
- 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**  
The name and telephone number of the officer of the Company who is knowledgeable about the material change and the material change report is:  
Jean Gosselin, General Manager  
Tel: 514-707-0223
- Item 9**      **Date of Report**  
March 5, 2021