

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

**Item 1      Name and Address of Company**

Global UAV Technologies Ltd.  
Suite 459 – 409 Granville Street  
Vancouver, BC, V6C 1T2

**Item 2      Date of Material Change**

June 19, 2018

**Item 3      News Release**

The news release was disseminated on June 19, 2018

**Item 4      Summary of Material Change**

Global UAV Technologies Ltd. (UAV-CSE) announced that it has closed the definitive agreement to acquire all of the issued and outstanding share capital of Aerial Imaging Resources Inc. (“Aerial”) of Flin Flon, Man., from the shareholders of Aerial. (see news releases dated March 6, March 26, May 17, and June 19, 2018).

**Item 5      Full Description of Material Change**

See attached news release.

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

Not Applicable

**Item 7      Omitted Information**

None

**Item 8      Executive Officer**

James Rogers

DATED:      June 19, 2018

*“James Rogers”*

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Per:    James Rogers  
       President

**CSE: UAV**

**OTC: YRLLF**

**FSE: YAB2**

News Release #18-20

June 19, 2018

## **Global UAV Formally Closes Purchase of Aerial Imaging Resources**

Global UAV Technologies Ltd., (CSE: UAV, OTC: YRLLF, FSE: YAB2), (the “Company” or “Global UAV”), is pleased to report that it has closed the purchase for a 100% interest in Aerial Imaging Resources Inc., (“AIR”), (as previously announced in news releases dated March 6 and May 16, 2018).

On June 14, 2018 the Company issued twelve million, (12,000,000), common shares of the Company to the shareholders of AIR subject to resale restrictions over 24 months from the date of closing with the first set of shares having a hold period of four months and one day. In concert with the issuance of the shares for purchase consideration, the Company also paid the initial cash payment of \$350,000 of which approximately \$175,000 will be used to eliminate outstanding debts and the remainder will be paid to the selling shareholders of AIR. The remaining cash payments will be made as follows: \$125,000 on, or before, August 14, 2018 and \$125,000 on, or before, December 14, 2018.

With the acquisition of AIR, both companies will work on the consolidation of all of the assets, personnel and business opportunities to Pioneer Aerial Surveys LTD., (Pioneer), which will form one of, if not the, largest UAV centred geophysics company in the world. To that end, Peter Dueck and Thomas Paul Stanley-Jones have signed Consulting Contracts with Pioneer such that they will now take on the roles of active management for Pioneer.

Global UAV continues to streamline the operations of the active business units and continues to refine the personnel and operations for the entire company. Being a vertically integrated UAV company, it is important to ensure that the business units are self sustaining, profitable and executing the tasks at hand. With the inclusion of Dueck and Stanley-Jones within the Pioneer unit, the geophysical services division, the Company is confident of its operations and business activity going forward.

Mike Burns, CEO and Director states; “With the acquisition of this business unit, in turn making Peter and Thomas substantial shareholders of Global UAV, we are excited about not only the business opportunities but also the skills and knowledge that they will bring to our team. We see this acquisition as a very positive and accretive opportunity for Global UAV”.

## **About Aerial Imaging Resources**

Aerial Imaging Resources Inc. is an emerging leader in UAV based geophysics surveying. They currently operate a fleet of Procyon 800E helicopters and fly surveys for clients worldwide. Aerial has a proven track record of efficient and safe field operations with an extensive client list from across Canada and the United States.

## **About Global UAV Technologies**

Global UAV Technologies LTD. is a vertically integrated company within the commercial Unmanned Aerial Vehicle (“UAV”) sector. Through its wholly owned divisions - Pioneer Aerial Surveys Ltd., High Eye Aerial Imaging Inc., UAV Regulatory Services Inc., and NOVAerial Robotics Inc.– Global UAV Technologies provides a full spectrum of UAV-based services and products including manufacturing, service provider and regulatory divisions.

Global UAV Technologies will continue its growth through technology development, expanding the business of its current divisions and the continued evaluation of potential acquisitions. As a vertically integrated consortium of businesses in the UAV industry, Global UAV is well positioned in the UAV technology space.

On behalf of the Board of Directors,

*“Michael Burns”*

Michael Burns  
CEO & Director

## **For additional information please contact:**

**Global UAV Technologies Ltd.,**

**Investor Information**

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Neither the Canadian Securities Exchange (CSE) nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

## **Forward-Looking Statement**

Statements in this press release, other than purely historical information, including statements relating to the Company’s future plans and objectives or expected results, may include forward-looking statements. Forward-looking statements are based on numerous assumptions and are subject to all of the risks and uncertainties inherent in public markets, service industries, manufacturing and the UAV Sector. As a result, actual results may vary materially from those described in the forward-looking statements.

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