

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

**Item 1 Name and Address of Company**

Softlab9 Technologies Inc. (the “Company” )  
Suite 605-815 Hornby Street  
Vancouver, BC V6Z 2E6

**Item 2 Date of Material Change**

November 20, 2020

**Item 3 News Release**

A news releases was issued and disseminated on November 23, 2020 and subsequently filed on the CSE website and SEDAR ([www.sedar.com](http://www.sedar.com)) with the securities commissions of British Columbia, Alberta, and Ontario.

**Item 4 Summary of Material Change**

The Company signed a definitive agreement dated November 20<sup>th</sup>, 2020 with Clean Go Green Go Inc. (“CleanGo”) for the acquisition of all of the issued and outstanding shares of CleanGo.

**Item 5 Full Description of Material Change**

Full details as attached in Schedule “A”

**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:

Rahim Mohamed, CEO, and Director

Email: [RM@softlab9.com](mailto:RM@softlab9.com)

Phone: (403) 605-9429

**Item 9 Date of Report**

November 24, 2020

## SCHEDULE "A"

### **SOFTLAB9 SIGNS DEFINITIVE AGREEMENT WITH CLEAN GO GREEN GO**

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**NOVEMBER 23, 2020 Vancouver, BC.** Softlab9 Technologies Inc. (CSE: **SOFT**; Frankfurt: **APO2**; OTC: **SOFSF**) ("Softlab9" or the "Company"), is pleased to announce that it has entered into a definitive agreement with Clean Go Green Go Inc. ("CleanGo" or "CleanGo GreenGo") for the acquisition of all of the issued and outstanding shares of CleanGo (the "Transaction").

Under the terms of an arrangement agreement dated November 20, 2020 between Softlab9 and CleanGo GreenGo, Softlab9 will issue 18,600,000 common shares of Softlab9 (the "Common Shares") as consideration for the Transaction. An additional 5,400,000 Common Shares may be issued to certain shareholders of CleanGo subject to the satisfaction of certain conditions. The Transaction is a "fundamental change" under Policy 8 of the Canadian Securities Exchange ("CSE") and will be subject to receipt of all required regulatory, corporate, and third-party approvals, and the fulfillment of all applicable regulatory requirements and conditions necessary to complete the Transaction, including approval by the CSE and the shareholders of Softlab9 and CleanGo.

After completion of the Transaction, the resulting issuer is expected to have the following officers and directors:

#### **Anthony Sarvucci - President, Chief Executive Officer and Director**

Mr. Sarvucci is the founder and President of CleanGo GreenGo. He has a track record as a proven executive and innovative founder in both the private and public sectors and been involved with numerous mergers, acquisitions and public listings in the finance, oil and gas and consumer package goods sectors.

#### **Gary Lobb, CPA - Vice President of Finance and Chief Financial Officer**

Mr. Lobb has approximately 30 years of finance experience. He has been the Vice President, Finance and Chief Financial Officer of numerous public and private companies during his career primarily in the oil and gas and oilfield services sectors. Most recently, he was the Director of Finance for a private US based merchant bank.

#### **Alnoor Nathoo - Director**

Mr. Nathoo is a seasoned entrepreneur with a wealth of experience with private and public companies. He has been the principal of a privately held hotel development company for over two decades

#### **Dr. Darren Clark, Ph.D. - Director**

Dr. Clark has over 15 years of experience in health, nutrition and psychiatric research. With a Ph.D. in Neuroscience from the University of Alberta, Dr. Clark has authored over 25 peer reviewed articles and numerous international awards for her work in alternative therapeutics.

#### **Eugene Chen - Director**

Mr. Chen is currently a Partner at McLeod Law LLP and Managing Partner of Optimal Capital Advisors. He has been a trusted strategic advisor for over 25 years to emerging and growth-oriented companies in the areas of corporate finance, securities and mergers & acquisitions.

#### **Morgan Rebrinsky, P. Eng, MBA - Director**

Mr. Rebrinsky is an experienced result driven professional engineer who specializes in operations, logistics and business strategy. He has extensive project management experience and has been assisting CleanGo GreenGo with alpha and beta testing and operations management. He is currently Director of Asset and Liability Management with an engineering consulting firm. Mr. Rebrinsky previously worked with Enerplus Corporation and Obsidian Energy Ltd. (formerly Penn West Petroleum) in various senior engineering roles.

## About CleanGo GreenGo

CleanGo GreenGo is an FDA and Health Canada approved Manufacturer of Green, Non-Toxic, and Biodegradable suite of cleaning products for industrial, commercial and consumer markets. CleanGo GreenGo, also manufactures hand sanitizer gel and wipes which are sold throughout the USA and Canada.

The active ingredient in CleanGo GreenGo's proprietary solution was tested in 2015 by the US EPA and found effective against viruses and bacteria's including the Human Coronavirus on a hard surface. CleanGo's products are sold on various online platforms, including Amazon, as well as through distribution in retail, wholesale, and government agencies. CleanGo GreenGo utilizes a Patent Pending IP. The Patent was filed with the United States Patent and Trademark Office in February 2020 and currently holds a Patent Pending Status.

## About SoftLab9

SoftLab9 Technologies Inc. is an international publicly traded company that specializes in the development of early staged companies. We provide access to capital, executive management and industry experience to grow our portfolio of companies.

SoftLab9's experienced team bring new ideas and innovation based on science to find solutions to the current world we live in. Customers rely on quality, nontoxic products to keep their homes clean and their loved ones safe.

### **Cautionary Note:**

CleanGo GreenGo is not making any express or implied claims that CleanGo GreenGo or any other product has the ability to eliminate, cure or contain the Covid-19 (or SARS-2 Coronavirus) at this time. Do not drink or consume any of the products at any time. Follow the instructions on the bottles. The products mentioned are meant to be used on surfaces and hands to sanitize to protect against bacteria and viruses. CleanGo GreenGo is not a cure, nor does it imply to be a cure for COVID-19.

### **For further information please contact:**

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**NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATION SERVICES PROVIDER ACCEPTS RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.**

### **Forward-looking Information**

This news release contains forward-looking statements and forward-looking information (collectively, "forward-looking statements") within the meaning of applicable Canadian and U.S. securities legislation, including the United States Private Securities Litigation Reform Act of 1995. All statements in this presentation that are not purely historical are forward-looking statements and include statements regarding beliefs, plans, expectations, and orientations regarding the future, including without limitation statements related to completion of the Transaction and including the prospects for CleanGo's business. Forward-looking statements can often be identified by words such as "will", "plans", "expects", "may", "intends", "anticipates", "believes", "proposes" or variations of such words including negative variations thereof and phrases that refer to certain actions, events or results that may, could, would, might or will occur or be taken or achieved. Forward-looking statements are based on certain assumptions by management regarding the Company, including, without limitation, the Company's ability to acquire CleanGo and obtain required regulatory approvals. Actual results could differ from those projected in any forward-looking statements due to numerous factors including, risks and uncertainties relating to the inability of the Company, to, among other things, obtain any required governmental, regulatory or stock exchange approvals, permits, consents or authorizations required to execute its proposed business plans, and obtain the financing required to carry out its planned future activities. Other factors such as general economic, market or business conditions or changes in laws, regulations and policies affecting the Company's operations may also adversely affect the future results or performance of the Company. The Company can provide no guarantee that it will complete the acquisition of CleanGo GreenGo. Investors are cautioned that forward looking statements are not guarantees of future performance or events and, accordingly are cautioned not to put undue reliance on forward-looking statements due to the inherent uncertainty of such statements. The forward-looking statements included in this news release are made as of the date hereof and the Company does not intend to update or revise any forward-looking statements, except as expressly required by law.