

Form 51-102F3
MATERIAL CHANGE REPORT

1. **Name and address of the Company**

SponsorsOne Inc. (the “Company”)
365 Bay Street, Suite 400
Toronto, ON M5H 2V1

2. **Date of Material Change**

May 8, 2017

3. **News Release**

A press release disclosing the material change was released on May 8, 2017 through the facilities of Newsfile Corp.

4. **Summary of Material Change**

The Company completed a non-brokered private placement for gross proceeds of \$100,000 through the issuance of 2,000,000 units (“Units”) of the Company at a price of \$0.05 per Unit. Each Unit is comprised of one common share (a “Common Share”) and one common share purchase warrant (a “Warrant”). Each Warrant entitles the holder thereof to acquire one additional Common Share of the Company exercisable for 36 months from the closing of the offering at an exercise price of \$0.15 per Common Share.

The Company also issued an aggregate of 350,548 Units in settlement of an aggregate of \$17,527.40 of indebtedness at a price of \$0.05 per Unit.

5. **Full Description of Material Change**

The material change is fully described in the Company’s press release which is attached as Schedule “A” and is incorporated herein.

6. **Reliance on subsection 7.1(2) of National Instrument 51-102**

The report is not being filed on a confidential basis.

7. **Omitted Information**

No significant facts have been omitted from this Material Change Report.

8. **Executive Officer**

For further information, contact Gary Bartholomew, Executive Chairman of the Company at (647) 400-6977.

9. **Date of Report**

This report is dated at Toronto, this 16th day of May, 2017.

SCHEDULE "A"



www.sponsorsone.com
info@sponsorsone.com

SponsorsOne Announces Private Placement

For Immediate Release

Waterloo, Ontario, May 8, 2017: SponsorsOne Inc. (CSE: SPO) (Frankfurt: 5SO) (the "Company"), the Company that has developed the SponsorsCloud™ platform that allows brands to build authentic and engaged communities around their products and services, is pleased to announce a non-brokered private placement for gross proceeds of \$100,000 (the "**Offering**") through the issuance of 2,000,000 units (the "**Units**") of the Company at a price of \$0.05 per Unit. Each Unit is comprised of one common share (a "**Common Share**") and one common share purchase warrant (a "**Warrant**"). Each Warrant entitles the holder thereof to acquire one additional Common Share of the Company exercisable for 36 months from the closing of the Offering at an exercise price of \$0.15 per Common Share. The Company has also issued an aggregate of 350,548 Units in settlement of an aggregate of \$17,527.40 of indebtedness at a price of \$0.05 per Unit on the same terms and conditions as the Offering. All securities issued are subject to a four month and one day statutory hold period pursuant to applicable securities laws.

About SponsorsOne:

SponsorsOne is positioning itself to become a leader in the next evolution of social digital marketing with the SponsorsCloud™ platform that allows Brands to build and manage their own proprietary and highly engaged digital ad networks within the social realm. The SponsorsCloud™ platform allows for data driven marketing campaigns that will change the way brands connect to their customers. SponsorsCloud™ is a tool for brands to inspire real movements around their products and services in which their most valuable customers become their best salespeople, producing far greater ROI than current social media advertising methods.

SponsorsOne is the creator of a proprietary Social Sponsorship Currency that gives consumers real compensation for their authentic social media engagement (blogs, videos, tweets, pins and posts) along with a Social Marketplace to exchange their social currency for products and services with the brands they love.

ON BEHALF OF THE BOARD

Gary Bartholomew, Executive Chairman
(647) 400-6977

To learn more please visit <http://sponsorsone.com>
Or <http://www.sponsorsone.com/de/>

The Canadian Securities Exchange has not reviewed this press release and does not accept responsibility for the adequacy or accuracy of this news release.

This news release may contain forward-looking statements including but not limited to comments regarding the timing and content of upcoming work programs, geological interpretations, receipt of property titles, potential mineral recovery processes, etc. Forward-looking statements address future events and conditions and therefore, involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements.

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