

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

**CONTENT OF MATERIAL CHANGE REPORT**

**Item 1      Name and Address of Company**

ADYA Inc., 1039 McNicoll Avenue, Toronto, ON M1W 3W6

**Item 2      Date of Material Change**

June 6<sup>th</sup>, 2019.

**Item 3      News Release**

Press release was issued on June 6<sup>th</sup>, 2019 through Business Wire.

**Item 4      Summary of Material Change**

The shareholders of ADYA Inc. approved the consolidation of the outstanding common shares on a 20 for 1 basis.

**Item 5      Full Description of Material Change**

**5.1      Full Description of Material Change**

The shareholders of ADYA Inc. approved the consolidation of the outstanding common shares on a 20 for 1 basis. The share consolidation will take effect following the issue by the TSX Venture Exchange of a bulletin announcing the first trading of the consolidated shares.

**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**

Robert Stikeman, director at 416-312-1979 or at bob@stikeman.to

**Item 9      Date of Report**

June 12<sup>th</sup>, 2019