

Form 51-102 F3
Material Change Report

Item 1 Name and Address of Company

Pool Safe Inc. (the “Corporation”)
Unit 14, 401 Magnetic Drive
North York, Ontario, M3J 3H9

Item 2 Date of Material Change

August 28, 2017

Item 3 News Release

The news release was disseminated via The Newswire on August 28, 2017.

Item 4 Summary of Material Change

Pool Safe Inc. (“Pool Safe” or the “Company”) signed an Exclusive Distribution Agreement (the “Agreement”) with Alawwal Properties Corp. (“Alawwal”).

Item 5 Full Description of Material Change

See attached Schedule A.

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

This report is not being filed on a confidential basis.

Item 7 Omitted Information

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

Item 8 Executive Officer

For further information, please contact:

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Item 9 Date of Report

This report is dated August 31, 2017.

Schedule A
NEWS RELEASE

**POOL SAFE INC. AND ALAWWAL PROPERTIES CORP. SIGN
EXCLUSIVE DISTRIBUTION AGREEMENT FOR MIDDLE
EAST AND NORTH AFRICA**

Not for distribution to U.S. Newswire Services or for dissemination in the United States. Any failure to comply with this restriction may constitute a violation of U.S. Securities laws.

TORONTO, August 28, 2017 / - Pool Safe Inc. ("**Pool Safe**" or the "**Company**") is pleased to announce the signing of an Exclusive Distribution Agreement (the "**Agreement**") with Alawwal Properties Corp. ("**Alawwal**"). On April 4, 2017, Pool Safe and Alawwal signed the previously-announced preliminary distribution agreement, which set forth the terms of the engagement that have now been formalized in the Agreement. Under the terms of the Agreement, Pool Safe has granted Alawwal the exclusive right within the Middle East and North Africa Region ("**MENA**" or the "**MENA Region**") to market and sell the PoolSafe product, and to form revenue share partnerships with its clients and relationships.

"We are extremely proud to announce this collaboration", said David Berger, CEO of Pool Safe. "To have Alawwal as our distribution partner is an important step in enabling the Company to expand its market presence in addition to new customers having greater access to the PoolSafe product."

The Agreement sets forth the terms of the distribution arrangement and the geographical regions for a sales and marketing presence. The Company will manufacture and deliver PoolSafe for installation at hotels, resorts, and waterparks in the MENA Region.

"Our team is excited to represent and sell the PoolSafe product into the MENA Region; an area that is home to some of the most beautiful and most visited vacation spots in the world", said Mohammed Alhadi, CEO and Regional Director, North America. "We will be able to offer scale, infrastructure and our reputation, which will help make the PoolSafe a sought after amenity within the hospitality community in MENA."

Alawwal intends to build-out sales offices throughout the region under the brand "PSI MENA".

About Pool Safe Inc.

Pool Safe Inc. designs, develops and distributes a product known as the "PoolSafe", which functions as a multi-purpose personal poolside attendant. The PoolSafe is designed to provide safety, convenience and peace of mind for hotels, resorts, waterparks and cruise ship guests. Functions include: lockable safe, solar-powered charger for USB compatible electronic devices including phones, cameras and tablets in addition to beverage or server call-buttons, a beverage cooler and holders. Conveniently located alongside pool or beach lounge chairs, the PoolSafe is a unique way of providing vacationers with a comforting sense of security for their belongings, while they enjoy their vacation.

For more information please visit www.poolsafeinc.com

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

Cautionary Statements

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company's current belief or assumptions as to the outcome and timing of such future events. In particular, this release contains forward-looking information relating to the ability of the Agreement to expand the Company's market, and to turn the PoolSafe into a sought after commodity within the MENA hospitality community. The forward looking information contained in this release is made as of the date hereof and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.

SOURCE: Pool Safe Inc.

For further information:

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