

POOL SAFE INC.
FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Pool Safe Inc. (the "**Company**")
401 Magnetic Drive, Unit 14
North York, Ontario
M3J 3H9

Item 2: Date of Material Change

August 6, 2019.

Item 3: News Release

A news release was issued and disseminated on August 6, 2019 and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule "A".

Item 4: Summary of Material Change

The Company is pleased to announced that intends to complete a private placement offering (the "**Offering**") of up to 13,000,000 units (the "**Units**") at a price of USD \$0.10 per Unit (the "**Issue Price**"), with each Unit being comprised of one (1) common share ("**Share**") and one (1) common share purchase warrant (each, a "**Warrant**", collectively, "**Warrants**"). Each Warrant shall entitle the holder thereof to acquire one Common Share (each, a "**Warrant Share**", together with the Shares and Warrants, the "**Securities**"), with each whole Warrant exercisable into one Warrant Share at a price of USD \$0.20 for a period of three years, subject to acceleration in certain circumstances.

Item 5.1: Full Description of Material Change

See attached news release at Schedule "A" to this report.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7: Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8: Executive Officer

For additional information with respect to this material change, the following person may be contacted:

Steven Glaser
Chief Operating Officer & Director
(416) 630-2444

Item 9: Date of Report

This report is dated as of the 7th day of August, 2019.

SCHEDULE "A"

Please see attached.



POOL SAFE ANNOUNCES PRIVATE PLACEMENT OF UNITS

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 6, 2019 / - Pool Safe Inc. ("**Pool Safe**" or the "**Company**") is pleased to announced that intends to complete a private placement offering (the "**Offering**") of up to 13,000,000 units (the "**Units**") at a price of USD \$0.10 per Unit (the "**Issue Price**"), with each Unit being comprised of one (1) common share ("**Share**") and one (1) common share purchase warrant (each, a "**Warrant**", collectively, "**Warrants**"). Each Warrant shall entitle the holder thereof to acquire one Common Share (each, a "**Warrant Share**"; together with the Shares and Warrants, the "**Securities**"), with each whole Warrant exercisable into one Warrant Share at a price of USD \$0.20 for a period of three years, subject to acceleration in certain circumstances.

The Units will be offered by way of private placement exemptions to accredited investors in all provinces of Canada, and in the United States on a private placement basis pursuant to exemptions from the registration requirements of the United States Securities Act of 1933, as amended. This news release is not an offer of securities for sale in the United States. The Securities being offered have not been and will not be registered under the United States Securities Act of 1933 and accordingly are not being offered for sale and may not be offered, sold or delivered, directly or indirectly within the United States, its possessions and other areas subject to its jurisdiction or to, or for the account or for the benefit of a U.S. person, except pursuant to an exemption from the registration requirements of that Act.

All Securities issued pursuant to the Offering are subject to a statutory hold period of four months plus one day from the date of issuance, in accordance with applicable securities legislation. The Offering is subject to receipt of all required regulatory approvals including the approval of the TSX Venture Exchange. The net proceeds of the Offering will be used for inventory, product development and general working capital purposes.

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. 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:

Pool Safe Inc.

Steven Glaser, C.O.O. & Director

T: 416-630-2444

E: sglaser@poolsafeinc.com