

FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

Pathfinder Ventures Inc. (formerly Discovery One Investment Corp.) (the "**Company**")

Item 2 Date of Material Change

October 14, 2021

Item 3 News Release

A news release was disseminated October 15, 2021 via AccessWire, Stockwatch, and Market News Publishing and was filed on the System for Electronic Document Analysis and Retrieval ("**SEDAR**"). A copy of the news release is available on SEDAR at www.sedar.com.

Item 4 Summary of Material Change

On October 15, 2021, the Company announced that it had completed its qualifying transaction pursuant to TSX Venture Exchange Policy 2.4 – *Capital Pool Companies*, consolidated its securities and changed its name.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On October 14, 2021 the Company completed its qualifying transaction (the "**Transaction**") pursuant to TSX Venture Exchange (the "**TSXV**") Policy 2.4 – *Capital Pool Companies*, which consisted of a business combination by way of the three corner amalgamation of Pacific Frontier Investments Inc. ("**PFI**") and 1231986 BC Ltd., a wholly owned subsidiary of the Company, whereby the Company acquired all of the common shares of PFI in exchange for common shares of the Company and the business of PFI became the business of the Company in accordance with the Amalgamation Agreement dated March 9, 2021, as amended.

Prior to closing, the Company's common shares were consolidated on a 2.3:1 basis (the "**Consolidation**") with shareholders of PFI then receiving 0.452398 post-consolidated common share of the Company (the "**Transaction Shares**") for every common share of PFI previously held. Convertible securities of PFI were also adjusted based on the foregoing exchange ratio. Prior to closing, the name of the Company was changed to "Pathfinder Ventures Inc."

After the Consolidation, the Company had 8,723,629 common shares outstanding and PFI had 104,139,954 common shares outstanding. As a result of the Transaction, the Corporation has issued 47,112,695 Transaction Shares to PFI's current shareholders, and the Company now has 55,836,324 shares outstanding.

Following completion of the Transaction, the board of directors of the Company has been reconstituted to consist of Joe Bleackley, Mike Iverson and Leonard Brownlie, and management of the Company has been reconstituted to consist of Joe Bleackley as Chief Executive Officer and Corporation Secretary, Stan Duckworth as Chief Operating Officer and Darren Prins as Chief Financial Officer.

The Company will continue the business of PFI, which is to develop a network of premier branded, upscale, and family-friendly RV parks and campgrounds under the "Pathfinder Camp Resorts" name. The Company currently has three camp resorts located in British Columbia and is focused on growing its network through both acquisitions and new construction. The Company is taking advantage of the rapidly growing market of Canadians who want to experience the great outdoors in an RV.

The Company has received final approval from the TSXV for the listing and posting for trading of its common shares on the TSXV and the Company's common shares commenced trading on the TSXV on October 20, 2021 under the symbol "RV".

5.2 Disclosure for Restructuring Transactions

Please refer to the September 28, 2021 Filing Statement of the Company with respect to the Qualifying Transaction involving the purchase of all the issued and outstanding shares of Pacific Frontier Investments Inc., as filed on SEDAR on September 28, 2021.

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Joe Bleackley,
Chief Executive Officer and Corporate Secretary
Phone: 604.914.2575
Email: ir@PathfinderVentures.ca

Item 9 Date of Report

October 21, 2021