

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

*Cielo Waste Solutions Corp. (“Cielo”)
101 – 1500 Howe Street
Vancouver BC V6Z 2N1*

Item 2 Date of Material Change.

December 15, 2017

Item 3 News Release

A news release dated December 15, 2017 was disseminated via a newswire and filed on SEDAR.

Item 4 Summary of Material Change

Cielo issued 1,538,461 common shares (the “Share(s)”) at \$0.13 per Share for gross proceeds of \$200,000, for the purposes of repayment of debt.

Item 5 Full Description of Material Change

Cielo issued 1,538,461 common shares (the “Share(s)”) at \$0.13 per Share for gross proceeds of \$200,000, for the purposes of repayment of debt.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

Item 7 Omitted Information

No significant facts remain confidential in, and no information has been omitted from, this report.

Item 8 Executive Officer

Don Allan, President & Chief Executive Officer Telephone: (403) 348-2972

Item 9 Date of Report

December 21, 2017