

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**ITEM 1 Name and Address of Company:**

Esstra Industries Inc.  
2974 Strangway Place  
Squamish, BC, V8B 0P8

**ITEM 2 Date of Material Change:**

October 17, 2019.

**ITEM 3 News Release:**

A news release was distributed on October 17, 2019.

**ITEM 4 Summary of Material Change:**

**Esstra Industries Inc.** (“**Esstra**” or the “**Company**”) (**TSX.V: ESS**) announced, subject to the approval of the TSX Venture Exchange (the “**Exchange**”), that Mrs. Leah Hodges has been appointed as Corporate Secretary of the Company.

The Company also announced that Mr. David Atkinson, a current director of Esstra, has been appointed as Interim Chief Financial Officer of the Company.

Mrs. Hodges and Mr. Atkinson succeed Ms. Sharon Lewis as Corporate Secretary and Chief Financial Officer respectively.

**ITEM 5 Full Description of Material Change:**

*5.1 – Full Description of Material Change:*

Reference is made to the press release attached hereto.

*5.2 – Disclosure for Restructuring Transactions:*

Not applicable.

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

Not Applicable.

**ITEM 7 Omitted Information:**

Not Applicable.

**ITEM 8 Executive Officer:**

Further information relating to this Material Change Report may be obtained from:

Leah Hodges, Corporate Secretary  
Telephone: (604) 377-0403

**ITEM 9 Date of Report:**

DATED as of October 17, 2019.

# ESSTRA INDUSTRIES INC.

## Esstra Industries Announces Appointment of New Corporate Secretary and Interim CFO

Vancouver, October 17, 2019 – Esstra Industries Inc. (“Esstra” or the “Company”) (TSX.V: ESS) is pleased to announce, subject to the approval of the TSX Venture Exchange (the “Exchange”), that Mrs. Leah Hodges has been appointed as Corporate Secretary of the Company. Mrs. Hodges has over 15 years of experience providing corporate compliance, administration and governance support serving on and for, numerous boards of directors of private and public listed companies in the resource and technology sectors. Mrs. Hodges specializes in corporate, commercial and securities law, corporate governance, mergers and acquisitions. Mrs. Hodges is a Commissioner for Taking Affidavits in British Columbia, has an Associate of Arts degree from Capilano University and is a member of the Governance Professionals of Canada.

The Company is also pleased to announce that Mr. David Atkinson, a current director of Esstra, has been appointed as Interim Chief Financial Officer of the Company. Mr. Atkinson has been involved in the investment industry for more than 30 years with both private and public companies, he is the current President and CEO of Earthworks Industries Inc., which he founded in 1993, and is responsible for the financial and strategic planning requirements of both Earthworks and its wholly owned U.S. subsidiary, Cortina Integrated Waste Management Inc.

Mrs. Hodges and Mr. Atkinson succeed Ms. Sharon Lewis as Corporate Secretary and Chief Financial Officer respectively. The Board of Directors of Esstra would like to thank Ms. Lewis for her service to the Company and wishes her the best in her future endeavours.

**On behalf of the Board of Directors,  
Esstra Industries Inc.**

Ms. Virginia Olnick  
Chief Executive Officer

**For further information, please contact the Company at:**

Tel.: (604) 377-0403

Email: [lhodges@benchmarkgovernance.com](mailto:lhodges@benchmarkgovernance.com)

### Reader Advisory

*This news release may include forward-looking information that is subject to risks and uncertainties. All statements within, other than statements of historical fact, are to be considered forward-looking. Although the Company believes the expectations expressed in such forward-looking information are based on reasonable assumptions, such information is not a guarantee of future performance and actual results or developments may differ materially from those contained in forward-looking information. Factors that could cause actual results to differ materially from those in forward-looking information include, but are not limited to, fluctuations in market prices, successes of the operations of the Company, continued availability of capital and financing and general economic, market or business conditions. There can be no assurances that such information will prove accurate and, therefore, readers are advised to rely on their own evaluation of such uncertainties. The Company does not assume any obligation to*

*update any forward-looking information except as required under the applicable securities laws.*

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