

FORM 51-102F3
Material Change Report

Item 1. Name and Address of Company
DuSolo Fertilizers Inc. ("DuSolo" or the "Company")
Suite 1100 – 1111 Melville Street
Vancouver, BC
V6E 3V6

Item 2. Date of Material Change
May 30, 2017

Item 3. News Release
The News Release dated June 1, 2017 was disseminated via Marketwired

Item 4. Summary of Material Change

DuSolo announced that it has closed the first tranche of its non-brokered private placement (the "**Private Placement**") announced on May 3, 2017.

DuSolo placed 21,035,500 common shares ("**Common Shares**") in the first tranche, for gross proceeds of \$631,065 in the first tranche.

Item 5.1 Full Description of Material Change

DuSolo announced that it has closed the first tranche of its Private Placement previously announced on May 3, 2017. The first tranche closing consists of a total of \$631,065 raised through the issuance of 21,035,500 Common Shares of the Company at a price of \$0.03 per Common Share. The Company has paid a finder's fee on the amounts raised in the first tranche of the Private Placement consisting of \$37,863.90 in cash and 1,262,130 finder's warrants, valid for two years, entitling the holder to purchase one Common Share per finder's warrant at a price of \$0.03 per share.

All securities issued in the first tranche closing are subject to a four-month hold period expiring on October 1, 2017.

Proceeds from the Private Placement will be used to expand its operations in Brazil and for working capital.

The Common Shares and finder's warrants have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

The Company also announced that at its annual general meeting held on May 18, 2017, the Company's shareholders approved the previously announced consolidation of the Company's shares on a 10 old for 1 new share basis. The Company intends to proceed with the consolidation following the closing of the final tranche of the Private Placement.

Item 5.2 Disclosure for Restructuring Transaction

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

The following Executive Officer of the Company is available to answer questions regarding this report:

Giles Baynham, Chief Executive Officer, 604-484-7122

Item 9. Date of Report

June 9, 2017