

**FORM 51-102F3
Material Change Report**

Item 1. Reporting Issuer

North American Potash Developments Inc. (the “**Company**”)
3467 Commercial Street
Vancouver, BC V5N 4E8

Item 2. Date of Material Change

A material change took place on August 3, 2018.

Item 3. Press Release

On August 3, 2018, a news release in respect of the material change was disseminated by the Company.

Item 4. Summary of Material Change

The Company announced that the British Columbia Securities Commission (“**BCSC**”) had revoked their cease trade order (the “**CTO**”) against the Company effective August 3, 2018.

Item 5. Full Description of Material Change

The Company announced that the BCSC had revoked their CTO against the Company effective August 3, 2018.

In connection with the revocation of the CTO, the Company announced the appointment of Scott Ackerman, Doug McFaul and Brent Ackerman as directors of the Company. Scott Ackerman has also been appointed as President, CEO, Corporate Secretary and CFO of the Company. Simon Tam, Kevin Beaulieu, Craig Walker and Simon Ma have resigned as directors and officers of the Company.

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

The report is not being filed on a confidential basis.

Item 7. Omitted Information

No information has been omitted.

Item 8. Executive Officer

Scott Ackerman
sackerman@emprisecapital.com

Item 9. Date of Report

DATED at Vancouver, in the Province of British Columbia on August 7, 2018