



**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Company**

*RSI International Systems Inc.  
(the "Company")  
350 – 440 Cambie Street  
Vancouver, BC V6B 2N5*

**Item 2. Date of Material Change**

*April 18, 2017*

**Item 3. News Release**

*A news release was issued on April 17, 2017 and disseminated through the facilities of FSCwire Inc.*

**Item 4. Summary of Material Change**

*The Company reports that Charles Ku has stepped down as CEO, President and Director of the Company in order to retire. Replacing Mr. Ku will be Tim Major. Mr. Major has been with the Company for over six years and has most recently served as the Company's CIO, after previously serving as VP, Product Management and VP, Operations.*

**Item 5.1 Full Description of Material Change**

*See attached Schedule "A"*

**Item 5.2 Disclosure for Restructuring Transactions**

*Not applicable.*

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

*This Report is not being filed on a confidential basis.*

**Item 7. Omitted Information**

*None*

**Item 8. Executive Officer**

*Adam Ho, Director  
604.329.1009  
aho@roomkeypms.com*

**Item 9. Date of Report**

*April 21, 2017*



### RSI CEO CHARLES KU TO RETIRE

Vancouver, B.C. April 17, 2017 – RSI International Systems Inc. (**TSX-V: RSY**) ("RSI" or the "Company") reports that Charles Ku, has stepped down as the Company's CEO & President and from the Company's Board of Directors in order to retire.

RSI Board Chair, David Keys commented, "During Charles' time leading RSI, the Company has seen tremendous growth and we will miss his leadership. We thank Charles for his many years of service and wish him all the best in enjoying a well-deserved retirement".

Replacing Mr. Ku will be Tim Major. Mr. Major has been with the Company for over six years and has most recently served as the Company's CIO, after previously serving as VP, Product Management and VP, Operations.

Mr. Ku commented, "When I joined this Company we had less than three-hundred, seventy-five thousand dollars in annual revenues. Today, that figure has increased by about thirteen times. I am very proud of what we have accomplished, but I also believe the most exciting times for the Company are yet to come and that Tim will do a fantastic job leading the Company into the future".

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

#### **About RSI**

RSI International Systems Inc. is the developer of RoomKeyPMS, a web-based Property Management System (PMS) that incorporates a fully integrated Online Reservation Booking engine and seamless real-time connectivity to the major Global Distribution and Internet Distribution Systems. RSI markets its RoomKeyPMS and a number of other proprietary "hosted" software solutions to a wide variety of Hospitality Industry clients around the world. For more information, please see our website at [www.roomkeypms.com](http://www.roomkeypms.com)

#### **Cautionary Note Regarding Forward Looking Statements**

This news release contains forward-looking statements. Any statements that are not strictly historical fact are considered "forward-looking statements." Forward-looking statements cannot be guaranteed and involve assumptions and are subject to a variety of risks and uncertainties which could cause actual events or results to materially differ from those reflected in the forward-looking statements. *Readers are advised to rely on their own evaluation of such risks and uncertainties and not place undue reliance upon forward-looking statements. Any forward-looking statements made herein are made as of the date hereof, and the Company assumes no obligation and disclaims any intention to revise or update any forward-looking information and statements except as required by applicable laws.*

For more information, please contact:

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