

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

ALBERTA SECURITIES COMMISSION

Suite 600, 250 - 5th Street SW
Calgary, Alberta T2P 0R4

Attention: Executive Director

-and to-

BRITISH COLUMBIA SECURITIES COMMISSION

PO Box 10142 Pacific Centre 701
West Georgia Street
Vancouver, British Columbia V7Y 1L2

Attention: Executive Director

-and to-

TSX VENTURE EXCHANGE INC.

10th Floor, 300 - 5th Avenue SW
Calgary, Alberta T2P 3C4

Dear Sirs,

Re: Real Time Measurements Inc. - Material Change Report

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of the Corporation. For convenience, this letter is itemized in the same manner as Form 51-102F3 of National Instrument 51-102. Concurrent with this filing, this letter is being filed with the TSX Venture Exchange, being the only exchange on which the Corporation's shares are currently listed.

1. Reporting Issuer:

Real Time Measurements Inc. (the "Issuer" or the "Corporation")
125, 4615 – 112 Avenue SE
Calgary, Alberta T2C 5J3
Phone: (403) 720-3444

2. Date of Material Change:

From time to time over the past 12 months.

3. News Release:

The news release was issued on or about September 19, 2016 through the facilities of Canada Stockwatch, a copy of which has also been filed on SEDAR.

4. Summary of Material Change:

The Corporation announced several corporate updates.

5. Full Description of Material Change:

Please refer to the press release attached hereto as Schedule "A".

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

Not applicable.

7. Omitted Information:

No significant facts have been omitted by the report.

8. Executive Officer:

The following senior officer of the Issuer is knowledgeable about the material change and the Report and may be contacted by the Commission as follows:

Mr. Glenn Boyd, Director: (403) 720-3444

Dated at Calgary, Alberta this 19th day of September, 2016.

REAL TIME MEASUREMENTS INC.

Per: (Signed) "Glenn Boyd"
Glenn Boyd, Director

IT IS AN OFFENCE UNDER THE SECURITIES ACT AND THE SECURITIES REGULATION FOR A PERSON OR COMPANY TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE ACT OR THE REGULATION THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.

SCHEDULE "A"



CORPORATE UPDATE

September 19, 2016 – Real time Measurements Inc. (the ‘Company’) – The Board of Directors of the Company would like to announce the following:

Agreement with Insitu Data Solutions Inc. (IDS)

As of **December 31, 2015**, the Company has entered into an agreement with another company, Insitu Data Solutions Inc. (IDS). In this agreement IDS is granted the right to manufacture and to rent and/or sell the Company's products outside of Canada and will pay a 5% royalty on these sales and rentals to the Company. IDS will use the Company's shop equipment. In exchange IDS will hire four of the Company's employees and provide the Company with shop and office space. The Company will retain ownership of its intellectual property and any further technical developments to this intellectual property will be shared by both the Company and IDS.

Settlement with Debenture Holders Group

Some of the secured and non-secured debenture holders formed a group (debenture holders group) and filed a Statement of Claim against the Company. As of **July 29, 2016**, a Settlement and Release Agreement has been signed between the Company and this debenture holders group that releases the Company from its debenture payment obligations in exchange for installment payments that will cover part of the principal owed. There will be no payment towards the interest owed on the debentures held by the debenture holders group. As part of this settlement the Company has agreed to a Consent Judgement, a Consent Receivership order and a Security Agreement, all of which are in favour of the debenture holders group. This Settlement and Release Agreement in no way commits the Company nor sets a precedent in terms of a settlement with debenture holders who are not part of this debenture holders group.

Glenn Boyd Appointed as President

As of **March 1, 2016**, Glenn Boyd has resigned as CFO and has been appointed as CEO and President of the Company in addition to his role as Director. A new CFO will be appointed.

Director Resignation – Bill Grbavac

As of **August 26, 2016**, Bill Grbavac has resigned as a Director of the Company. The Company thanks Mr. Grbavac for his service over the past years and wish him well in his future endeavors. The Company will appoint a new Director to take place of Mr. Grbavac.

Change of Address

The company has moved its offices which are now located at 125, 4615-112 Ave SE, Calgary, Alberta, Canada, T2C 5J3.

Trading Status

In a news release dated March 19, 2014, the Company announced that its financial statements for the years ended 2011, 2012, and 2013 had been completed. However, completion of the audit of the Company's financial results for the year ended January 31, 2014 was stalled. It is unlikely the 2014 statements, and now the 2015 and 2016 statements, will ready for release for at least several months. Given the delays in getting audited financial statements completed, it is impossible to predict when the Company can expect to return to full trading status on the NEX.

Next Steps

Investors are cautioned that there is no certainty the Company can reach an arrangement with the remaining debenture holders that were not part of the debenture holders group that have settled with the Company. To date the Company has only had indirect discussions with these debenture holders that were not part of the debenture holders group and any agreement is subject to definitive documentation.

Investors are also cautioned that there is no certainty the Company will survive the extreme market slowdown currently being experienced by all companies providing services and equipment in the upstream oil and gas sector. The Company will remain on the NEX Exchange until the Company once again meets the TSX Venture Exchange minimum listing requirements.

The Company wishes to express its thanks to all shareholders for their support and patience over the past several years.

For further information please contact:

Mr. Glenn Boyd President, CEO Real Time Measurements Inc. 125, 4615 - 112th Avenue SE, Calgary, AB, T2C5J3
T: 403 720 3444 www.rty.ca

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.

Certain statements included in this news release constitute "forward-looking information" within the meaning of applicable securities legislation. All statements, other than statements of historical fact, included herein are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. However, we disclaim any intention and assume no obligation to update or revise any forward looking statements, whether as a result of new information, future events or otherwise.