

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

SmartCool Systems Inc. (the “Company”)
7155 Kingsway
PO Box 54523 Highgate PO
Burnaby, BC V5E 4J6

Item 2 Date of Material Change

December 8, 2017

Item 3 News Release

The news release was disseminated on December 12, 2017 through Stockwatch and Baystreet.

Item 4 Summary of Material Change

The Company announced that, at the Annual General and Special Meeting of the Company held on December 8, 2017 (the “**Meeting**”), shareholders of the Company elected Haiwen (Helen) Qian, the Company’s Executive VP Business Development, as a new director of the Company. Ms. Qian replaced Brad Nightingale on the board of directors.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that, at the Meeting, shareholders of the Company elected Haiwen (Helen) Qian, the Company’s Executive VP Business Development, as a new director of the Company. Ms. Qian replaced Brad Nightingale on the board of directors.

See Item 4 above and the attached news release for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Contact: Theodore Konyi, President
Telephone: 604.639.5629

Item 9 Date of Report

December 12, 2017

Smartcool Announces Appointment of New Director

Vancouver, B.C., December 12, 2017, Ted Konyi, CEO, SmartCool Systems Inc. (TSXV: SSC OTC: SSCFF) (“Smartcool” or the “Company”) is pleased to announce that, at the Annual General and Special Meeting of the Company held on December 8, 2017 (the “Meeting”), shareholders of the Company elected Haiwen (Helen) Qian, the Company’s Executive VP Business Development, as a new director of the Company. Ms. Qian replaces Brad Nightingale on the board of directors. Mr. Nightingale did not stand for re-election at the Meeting and the Company would like to thank him for his support and dedicated service as a director.

Ms. Qian holds a bachelor’s degree in electronic engineering from Tianjin University of China, Over 20 years working with various business ventures in Canada, Ms. Qian has founded and operated successful business in manufacturing, educational training and international trading. Ms. Qian is an independent investor and business consultant and has also been involved in numerous business development projects for North American companies. Ms. Qian has extensive experience with assisting North American companies to become established and funded and to set up operations in China.

About Smartcool

Smartcool Systems Inc. (TSX-V: SSC OTC: SSCFF Frankfurt: R3W) provides cutting edge energy efficient and energy cost reduction solutions for businesses around the world. The ECO3, ESM and ECOhome are Smartcool’s unique retrofit technologies that reduce the energy consumption of compressors in air conditioning, refrigeration and heat pump systems by up to 40%, giving customers a return on investment in as little as 12 months.

For further information

WEB www.smartcool.net and www.smartcooleco3.com

EMAIL info@smartcool.net

Investor inquiries

Mike Kordysz

Vice President, Investor Relations

TEL +1 604 904 8632

EMAIL mike.kordysz@smartcool.net

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