FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Seair Inc. ("**Seair**" or the "**Company**")
250 Diamond Avenue
Spruce Grove, AB T7X 3A6

2. Date of Material Change

August 8, 2014

3. News Release

News releases were disseminated through Marketwired on August 8, 2014.

4. Summary of Material Change

Seair announced the sale by its subsidiary, Seair Septic Inc., of the bulk of its portable septic fleet.

5. Full Description of Material Change

Seair announced that its subsidiary, Seair Septic Inc. ("**Septic**"), has entered into a contract to sell the bulk of its portable septic fleet to a seismic data company (the "**Buyer**") for $600,000. Septic management believes that the septic equipment may command a higher price this fall when field activity levels increase. To facilitate Septic obtaining a higher price for the assets, the contract provides for Buyer and Septic to collaborate to re-sell this equipment for a sum in excess of $600,000 and share the proceeds.

As previously announced, Seair's focus is to develop business opportunities in the applications and global markets where the company's diffusion technology delivers the highest value. The company has redeployed resources in this new direction and this transaction accelerates working capital into the company for that purpose.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102.

7. Omitted Information

No information has been omitted on the basis that it is confidential information.

8. Executive Officer

For more information contact Jim Laird, Chief Financial Officer, at 780-477-7188.

9. Date of Report

August 13, 2014.