Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Redknee Solutions Inc. ("Redknee" or the "Company")
Suite 500 – 2560 Matheson Blvd. East, Mississauga, ON L4W 4Y9

Item 2 Date of Material Change

February 23, 2017

Item 3 News Release

A news release was disseminated on February 23, 2017 by Canada NewsWire (CNW Group) and a copy was subsequently filed on SEDAR.

Item 4 Summary of Material Change

Redknee announced that the Board of Directors (the "Board") approved a new strategic plan for the Company intended to create a strong platform for long-term growth, simplified operations, and sustained profitability.

Item 5 Full Description of Material Change

On February 23, 2017, Redknee announced that the Board of Directors (the "Board") approved a new strategic plan for the Company intended to create a strong platform for long-term growth, simplified operations, and sustained profitability. Under the leadership of newly appointed interim CEO Danielle Royston, the Company intends to create two major operating units:

- "Strategic Global Accounts" will focus on communication service providers (CSP's) for whom the Company provides significant, mission critical software and services solutions; and,
- "Packaged and Cloud Solutions" will focus on pre-integrated telecom software solutions, delivered on premise and from the cloud.

The Company intends to wind down non-telecom operations outside the scope of these two operating units.

The strategic plan includes a corporate restructuring the scale of which is based on a go-forward revenue base of $120 million, a level at which there is realistic mid-term visibility once the impact of completing service engagements and known future customer churn are factored. Note Redknee does not provide revenue guidance and this revenue base should not be construed as such.

The Company estimates the restructuring will require $60 million in capital that is expected to be financed through an equity raise in the form of a public issue or rights offering. The restructuring is expected to be completed in 2018.

The Company also announced its intention to eliminating reporting on Non-IFRS measures. The reporting focus moving forward will be on net income and free cash flow. Additionally, management will review the Company's other financial and operational policies to align with the new goals of simplification and focus.

Item 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.

Item 7 Omitted Information

None

Item 8 Executive Officer

David Charron, Chief Financial Officer
Phone: (905) 625-2943
Fax: (905) 625-2773

Item 9 Date of Report

March 1, 2017