Form 51-102 F3
Material Change Report

Item 1 Name and Address of Company

Pool Safe Inc. (the "**Corporation**")
401 Magnetic Drive, Unit 14
North York, Ontario, M3J 3H9

Item 2 Date of Material Change

February 28, 2023, and March 21, 2023.

Item 3 News Release

The news releases announcing the material changes were disseminated via Amusement Today and Newsfile Corp. on February 23, 2023, and March 22, 2023 respectively, copies of which are filed under the Company's SEDAR profile at www.sedar.com.

Item 4 Summary of Material Change

On March 21, 2023, the Corporation granted 3,400,000 stock options (the "**Options**") to certain directors, officers, employees, and consultants of the Corporation pursuant to the Corporation's amended omnibus incentive plan which was approved by the shareholders of the Corporation on February 28, 2023. The grant of Options remains subject to the approval of the TSX Venture Exchange.

The Corporation also granted restricted share units ("**RSUs**") representing the right to receive up to an aggregate of 4,400,000 Common Shares, subject to the satisfaction of certain vesting conditions, to certain directors, officers, employees, and consultants of the Corporation. Of the total RSU grant, 3,000,000 RSU's were issued to the Corporation's two executives in lieu of wages from April 2020 through April 2021.

Additionally, the Corporation announced that they rebranded their product known as "PoolSafe" to "Loungenie", which functions as a multi-purpose personal poolside attendant.

Item 5 Full Description of Material Change

Please see the news releases attached as Schedule "A" for a detailed description of the material changes.

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

No significant facts have been omitted from this Material Change Report.

Item 8 Executive Officer

For further information, please contact:

Steven Glaser
COO and CFO
T: 416-630-2444
E: sglaser@poolsafeinc.com

Item 9 Date of Report

This report is dated March 24, 2023.

Schedule A

News Releases

[See attached]

POOL SAFE ANNOUNCES STOCK OPTIONS AND RSU GRANTS

Not for distribution to U.S. Newswire Services or for dissemination in the United States. Any failure to comply with this restriction may constitute a violation of U.S. Securities laws.

TORONTO, ON, March 22, 2023 - Pool Safe Inc. ("**Pool Safe**" or the **"Company"**) (TSXV: POOL) announces that it has granted up to an aggregate amount of 3,400,000 stock options (the "**Options**") to certain directors, officers, employees, and consultants of the Company pursuant to its amended omnibus incentive plan which was approved by the shareholders of the Company on February 28, 2023. This issuance of Options has two separate vesting terms, one half of the Options shall vest immediately, and the other half shall vest one year from March 21, 2023, the date of grant. The grant of Options remains subject to the approval of the TSX Venture Exchange.

The Company also granted restricted share units ("**RSUs**") representing the right to receive up to an aggregate of 4,400,000 Common Shares, subject to the satisfaction of certain vesting conditions, to certain directors, officers, employees, and consultants of the Company. Of the total RSU grant, 3,000,000 RSU's were issued to the Company's two executives in lieu of wages from April 2020 through April 2021.

About Pool Safe Inc.

Pool Safe Inc. designs, develops and distributes a product known as the "PoolSafe", recently rebranded to the "Loungenie", which functions as a multi-purpose personal poolside attendant. The Loungenie is designed to provide safety, convenience and peace of mind for hotels, resorts, waterparks and cruise ship guests. Functions include: lockable safe, solar-powered charger for USB compatible electronic devices including phones, cameras and tablets, in addition to a server call-button, a beverage cooler and holders. Conveniently located alongside pool or beach lounge chairs, the Loungenie is a unique way of providing vacationers with a comforting sense of security for their belongings, while they enjoy their vacation. For more information, please visit www.poolsafeinc.com or www.loungenie.com.

Pool Safe Inc. is a fully reporting publicly traded company which is listed on the TSX Venture Exchange under the symbol "POOL".

Cautionary Statements

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company's current belief or assumptions as to the outcome and timing of such future events. The forward-looking information contained in this release is made as of the date hereof and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, *future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.*

Pool Safe Inc.
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