

FORM 51-102F3
Material Change Report

1. Name and Address of Company

Cielo Waste Solutions Corp. (the “**Company**” or “**Cielo**”)
Head Office:
#1100, 605 - 5th Avenue S.W.
Calgary, AB T2P 3H5

2 Date of Material Change

July 11, 2022

3. News Release

A news release was issued and disseminated on July 15, 2022 via AccessWire and filed on SEDAR.

4. Summary of Material Change

The Company announced the appointment of an Executive Vice President, Operations.

5. Full Description of Material Change

Cielo announced the appointment of Ryan Carruthers as Executive Vice President, Operations.

Mr. Carruthers has been employed with Cielo since August of 2021 and has 22 years of oil and gas experience in leadership and operational roles, with a track record of successful process optimization and operational excellence while working with energy sector leaders.

6. Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

8. Omitted Information

No significant facts remain confidential in, and no information has been omitted from, this report.

9. Executive Officer

Ryan Jackson, Interim Chief Executive Officer

T: 403-529-7791

10. Date of Report

July 15, 2022