MATERIAL CHANGE REPORT
PURSUANT TO SECTION 7.1 OF NATIONAL INSTRUMENT 51-102

1. **Name and Address of Corporation:**

   Decisive Dividend Corporation (the "**Corporation**" or "**Decisive**")
   #210 – 1674 Bertram Street
   Kelowna, B.C. V1Y 9G4

2. **Date of Material Change:**

   May 11, 2018

3. **News Release:**

   The Corporation issued a press release regarding the material change on May 14, 2018, a copy of which is available under the Corporation's profile on the System for Electronic Document Analysis and Retrieval (SEDAR).

4. **Summary of Material Change:**

   The Corporation announced the proposed acquisition of Hawk Machine Works Ltd. for a purchase price of $13,500,000, subject to adjustments for indebtedness and working capital. The purchase prices for the proposed acquisition is payable in a combination of cash and common shares of the Corporation.

5. **Full Description Of Material Change:**

   See attached Schedule "A".

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

   Not Applicable.

7. **Omitted Information:**

   Not Applicable.

8. **Executive Officer:**

   David Redekop, Chief Financial Officer
   Tel: (250) 870-9146

DATED at Kelowna, British Columbia this 14th day of May, 2018

DECISIVE DIVIDEND CORPORATION

Per: *"David Redekop" (Signed)*
David Redekop, Chief Financial Officer

SCHEDULE "A"

Decisive Dividend Corporation ("**Decisive**") has agreed to acquire all of the issued and outstanding shares of Hawk Machine Works Ltd. ("**Hawk**"), a manufacturing company based in Linden, Alberta (the "**Hawk Acquisition**").

Hawk was founded in 1998 and is positioned in the computer numerical control (CNC) machining/fabrication market as a complete turnkey solution for customized machining products. Hawk is a supplier for value-add CNC machining specializing in down-hole tools. Hawk routinely executes purchase orders requiring mass production capability, assembly, and testing of machined products.

Over the last five years, customers of Hawk have primarily been market participants in the down hole tool sector of the oil and gas industry, power utility generation, appliance, and other original equipment manufacturers. Products and services include: general machining; fracking tools; ground and subsurface tools; rods and couplings; reconditioning services; and resale parts.

The management team of Hawk is led by its President, who will continue as President following the completion of the Hawk Acquisition until Hawk has been fully integrated into the Decisive group.

The following is a summary of: (i) certain unaudited financial information of Hawk for its last completed financial year ended October 31, 2017 which is based upon unaudited financial statements of Hawk for such period provided to the Corporation by Hawk; and (ii) certain unaudited financial information of Hawk for the five (5) month interim period ended March 31, 2018 which was prepared by management of Hawk and provided to the Corporation.

	For the 5-month period ended March 31, 2018 (1)	For the financial year ended October 31, 2017 (2)	For the financial year ended October 31, 2016 (2)
Total assets	$ 10,893,805	$ 10,671,179	$ 5,733,191
Total liabilities	$ 1,064,669	$ 2,766,587	$ 924,604
Revenue	$ 10,797,123	$ 25,486,901	$ 8,397,109
Net income	**$ 1,924,544**	**$ 3,096,005**	**$ 1,306,326**
Taxes	472,930	1,203,077	406,179
Interest	18,039	24,724	14,258
Depreciation and amortization	300,000	830,997	692,852
EBITDA (2)(3)	2,715,513	5,154,803	2,419,615
Related party charges in excess of (below) market value	-	(40,000)	(20,000)
Adjusted EBITDA (2)(3)	**$ 2,715,513**	**$ 5,114,803**	**$ 2,399,615**

Notes:

(1) The financial information for the five (5) month interim period ended March 31, 2018 set forth in the table above is based upon financial information provided to the Corporation by Hawk. The financial information has not been audited nor reviewed by an accounting firm for compliance with generally accepted accounting principles. See the cautionary statement below under the heading "Interim Financial Information regarding Hawk".

(2) See the cautionary statements under the headings "Financial Information regarding Hawk" below.

(3) See the cautionary statements under the heading "Non-GAAP Financial Measures" below.

The Hawk Acquisition is subject to the terms and conditions of a share purchase agreement (the "**Hawk Purchase Agreement**") entered into among Decisive, its newly incorporated wholly-owned subsidiary and the current shareholders (the "**Hawk Vendors**") of Hawk.

The purchase price for the Hawk Acquisition is $13,500,000, subject to customary adjustments for indebtedness of Hawk on the closing date and any working capital deficiency or excess relative to target working capital.

$2,700,000 of the purchase price for the Hawk Acquisition will be satisfied through the issuance of common shares of Decisive based upon the 60-day volume weighted average trading price of such common shares calculated on the trading day prior to the closing date of the Hawk Acquisition (the "**Closing VWAP**"). The balance of the purchase price will be satisfied in cash. Any upward adjustments to the purchase price based upon excess working capital will be satisfied in cash.

The Hawk Purchase Agreement contains negotiated representations, warranties, indemnities and closing conditions. The closing of the Hawk Acquisition is subject to, among other things, regulatory approval, third party consents and Decisive securing an equity financing.

Decisive will seek to engage an investment dealer to conduct a best efforts equity financing which will to enable it to close the Hawk Acquisition. Decisive and the Hawk Vendors have targeted a closing date of June 30, 2018.

Cautionary Statements

Forward-Looking Statements

Certain statements contained herein 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 management's current beliefs, assumptions and expectations as to the outcome and timing of such future events. Actual future results may differ materially. In particular, material change report contains forward-looking information relating to a proposed acquisition and anticipated financing relating thereto and the anticipated financial impact on Decisive. Risk factors that could cause actual results or outcomes to differ materially from the results expressed or implied by forward-looking information include, among other things: the failure to successfully complete the proposed acquisition or the proposed financing and all other risks associated with the businesses carried on by operating subsidiaries of the Corporation. The Corporation cautions the reader that the above list of risk factors is not exhaustive. The forward-looking information contained in this material change report is made as of the date hereof and the Corporation 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.

Financial Information regarding Hawk

This material change report contains historical financial information relating to Hawk which is a private company proposed to be acquired by the Corporation. Such financial information is based upon financial statements and other financial information prepared by management of Hawk provided to the Corporation. The annual financial information relating to Hawk has not been the subject of an audit by an auditor. In addition, the interim financial information relating to Hawk was prepared on a basis inconsistent with generally accepted accounting principles. No person (including the Corporation, any agent or any of their respective directors, officers, or representatives) makes any representation or warranty relating to the financial information relating to Hawk contained in this material change report.

Non-GAAP Financial Measures:

*In this material change report, "**EBITDA**" is defined as earnings before interest, income taxes, depreciation and amortization and "**Adjusted EBITDA**" is defined as earnings before interest, income taxes, depreciation, amortization, other non-cash items such as gains or losses recognized on the fair value of contingent consideration items, asset impairment and restructuring costs, and any unusual non-operating one-time items such as acquisition costs. EBITDA and Adjusted EBITDA are used by management of the Corporation to assess the financial performance of the Corporation (and its operating subsidiaries) or to assess the performance of a company proposed to be acquired by the Corporation.*

Readers are cautioned that:

- *Non-GAAP financial measures, such as EBITDA and Adjusted EBITDA, are not recognized financial measures under generally applicable generally accepted accounting principles (GAAP), being International Financial Reporting Standards (IFRS) in the case of Decisive and Accounting Standards for Private Enterprises (ASPE) in the case of the companies proposed to be acquired by Decisive;*

- *the Corporation's method of calculating Non-GAAP Financial Measures, such as EBITDA and Adjusted EBITDA, may differ from that of other corporation or entities and therefore may not be directly comparable to measures utilized by them;*

- *Non-GAAP Financial Measures, such as EBITDA and Adjusted EBITDA, should not be viewed as an alternative to measures that are recognized under GAAP such as net income or cash from operating activities; and*

- *the reader should not place undue reliance on any Non-GAAP Financial Measures.*