FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Lorne Park Capital Partners Inc. (“**LPCP**” or the “**Company**”)
1267 Cornwall Road, Suite 202
Oakville, ON L6J 7T5

Item 2. Date of Material Change

August 15, 2019

Item 3. News Release

A press release in respect of the material change referred to in this report was issued by the Company on August 15, 2019 via Newsfile, a copy of which has been filed on SEDAR.

Item 4. Summary of Material Change

LPCP has announced a non-brokered private placement offering of non-convertible and unsecured debentures of the Corporation for an aggregate principal amount of up to $4,500,000 and the closing of the first tranche in the amount of $3,199,000.

Item 5. Full Description of Material Change

On August 15, 2019, LCPC announced a non-brokered private placement offering of non-convertible and unsecured debentures of the Corporation (the “**Debentures**”) for an aggregate principal amount of up to $4,500,000 (the “**Offering**”) and the closing of the first tranche of the Offering in the amount of $3,199,000 (the “**First Tranche**”).

The Debentures issued as part of the First Tranche closed today (the “**Closing Date**”) and will mature on and become payable on August 15, 2024. The Debentures bear an interest at a fixed rate of 8% per annum. The Debentures are direct, unsecured obligations of the Corporation, ranking equally with all other unsecured indebtedness of the Corporation.

The Corporation has also issued to the Debenture subscribers an aggregate of 799,750 warrants (the “**Warrants**”), each of which entitles a Debenture holder to purchase one common share of the Corporation at an exercise price of $0.50 per common share for a period of one year from the Closing Date.

All of the securities issued in connection with the Offering are subject to a four-month hold period under applicable Canadian securities laws expiring December 16, 2019.

The net proceeds of the Placement will be used to redeem existing non-convertible and unsecured debentures of the Corporation and for general working capital purposes. The Offering is subject to final approval by the TSX Venture Exchange.

Insiders of the Corporation purchased an aggregate of $200,000 of Debentures pursuant to the Offering, being Robert Sewell, President and Chief Executive Officer and Peter Patchet, Director (collectively the “**Related Parties**”). The Offering is considered to be a "related party transaction" as defined under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"). The Offering is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as neither the fair market value of securities being issued to insiders nor the consideration being paid by insiders will exceed 25% of the Corporation's market capitalization.

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

Not Applicable.

Item 7. Omitted Information

No information has been omitted from this material change report.

Item 8. Executive Officer

The following senior officer of LPCP is knowledgeable about the material change and the Report and may be contacted as follows:

Mr. Robert Sewell
President and Chief Executive Officer

Telephone: (905) 337-2227
E-mail: bob.sewell@lpcp.ca

Item 9. Date of Report

August 22, 2019.