MATERIAL CHANGE REPORT
Form 51-102F3

Item 1: Name and address of Issuer

EARTH ALIVE CLEAN TECHNOLOGIES INC.
1001 RUE LENOIR, B-338
MONTREAL, QUEBEC H4C 2Z6
(438) 333-1680
WWW.EARTHALIVECT.COM

Item 2: Date of Material Change

July 15, 2015

Item 3: News Release

Press release was issued July 16, 2015 and disseminated through the facilities of Marketwired LP.

Item 4: Summary of Material Change

Earth Alive Clean Technologies has increased the private placement previously announced and it has raised $1,650,000 through the issuance of 12% unsecured convertible debentures coming to maturity July 15, 2018 (the "Debentures"). The Debentures are convertible into common shares of Earth Alive (the "Shares"), at the option of the holder, on the basis of $0.20 per Share for the first and second year and $0.30 per Share thereafter.

Item 5: Full description of Material Change

Earth Alive Clean Technologies ("Earth Alive") has increased the private placement previously announced and has raised $1,650,000 through the issuance of 12% unsecured convertible debentures coming to maturity July 15, 2018 (the "Debentures"). The Debentures are convertible into common shares of Earth Alive (the "Shares"), at the option of the holder, on the basis of $0.20 per Share for the first and second year and $0.30 per Share thereafter. Earth Alive has the option to convert the debentures at all times if the Share price reaches $0.40 for ten consecutive trading days. Earth Alive intends to use the proceeds for general working capital purposes, R&D and the development of new markets. All securities issued pursuant to the private placement will be subject to a hold period of four (4) months.

Certain insiders have participated in the private placement for an aggregate amount of $775,000: One Drop Investments Inc. which currently holds 15.86% (13,928,572 Shares) subscribed for the principal amount of $500,000 and Les Placements Mica3 Inc., a company controlled by Michel Ringuet, a director, subscribed for the principal amount of $275,000. Les Placements Mica3 Inc. currently holds 2.5% (2,250,000 Shares). If the insiders exercised their conversion right immediately, they would hold 16,428,572 and 3,625,000 Shares, respectively. Pursuant to Regulation 61-101 *Respecting protection of minority security holders in special transactions* ("Rule 61-101"), each of these transactions constitutes a "related party transaction" and as such, minority shareholder approval and a formal valuation may be required. However, the board has determined that such transactions meet the exemptions set out in Rule 61-101 (sections 5.5(a) and 5.7(a)) as the value of the transaction does not exceed 25% of the market capitalization of the Earth Alive.

Item 6: Reliance on subsection 7.1 (2) of Regulation 51-102

N/A

Item 7: Omitted Information

N/A

Item 8: Executive Officer

David Gilmour, President & CEO
Tel.: (514) 333-1680
dgilour@earthalivect.com

Item 9: Date of Report

July 15, 2015