

TRIBE PROPERTY TECHNOLOGIES INC.

NOTICE OF CHANGE IN CORPORATE STRUCTURE UNDER NATIONAL INSTRUMENT 51-102

ITEM 1: NAMES OF THE PARTIES TO THE TRANSACTION

Tribe Property Technologies Inc. (formerly Cherry Street Capital Inc.) (the “**Company**”)
Tribe Property Technologies Inc. (privately held) (“**Tribe**”)
1283534 B.C. Ltd. (“**Subco**”)

ITEM 2: DESCRIPTION OF THE TRANSACTION

On March 16, 2021, the Company announced that it had completed the acquisition (the “**Business Combination**”) of privately held Tribe. Pursuant to the terms of a definitive amalgamation agreement among the Company, Tribe and a wholly-owned subsidiary of the Company, Subco (the “**Definitive Agreement**”), the Business Combination was effected by way of three-cornered amalgamation, pursuant to which Tribe amalgamated with Subco to form a newly amalgamated company called “Tribe Property Holdings Inc.” (“**Amalco**”). In connection with the Business Combination, the Company changed its name to “Tribe Property Technologies Inc.”.

Immediately prior to completion of the Business Combination, the Company completed a consolidation of its issued and outstanding Common Shares (each, a “**Common Share**”) on the basis of one new post-consolidation Common Share for every 8.4488 pre-consolidation Common Shares (the “**Consolidation**”). The Consolidation was approved by the Board of Directors of the Company and shareholders of the Company. The Consolidation reduced the number of outstanding Common Shares from 3,050,000 to approximately 361,000. Proportionate adjustments were made to the Company’s outstanding stock options. No fractional Common Shares were issued pursuant to the Consolidation and any fractional Common Shares that would have otherwise been issued will be rounded down to the next highest whole number of Common Share.

In connection with the completion of the Business Combination, Tribe completed private placement financings (the “**Financings**”), including a brokered financing of 2,325,984 subscription receipts (each, a “**Receipt**”) at price of \$5.00 per Receipt for gross proceeds of \$11,629,920 through a syndicate of agents led by Stifel GMP and including Canaccord Genuity Corp, Haywood Securities Inc. and Richardson Wealth Limited. In total, Tribe issued 2,665,984 Receipts at a price of \$5.00 per Receipt, for aggregate gross proceeds of \$13,329,920 under the Financings. Immediately prior to completion of the Business Combination, each Receipt was automatically converted into one common share of Tribe (each, a “**Receipt Share**”) and the Receipt Shares were exchanged for Common Shares on a one-for-one basis pursuant to the terms of the Definitive Agreement. The proceeds from the Financings were released from escrow, following the Company receiving all applicable regulatory approvals and completing the Business Combination.

Pursuant to the terms of the Definitive Agreement, common shares of Tribe (including the holders of Receipt Shares) were exchanged for Common Shares on a one-for-one basis. In connection with closing of the Business Combination, the Company issued 15,529,257 Common Shares to former holders of common shares of Tribe (including the holders of Receipt Shares). Following completion of the Business Combination, the Company has 15,890,257 Common Shares issued and outstanding.

For additional information please refer to the filing statement of the Company dated March 12, 2021 and news release dated March 16, 2021, filed under the Company's SEDAR profile at www.sedar.com.

ITEM 3: EFFECTIVE DATE OF THE TRANSACTION

March 15, 2021

ITEM 4: NAMES OF EACH PARTY, IF ANY, THAT CEASED TO BE A REPORTING ISSUER SUBSEQUENT TO THE TRANSACTION AND NAME OF THE CONTINUING ENTITIES

The Company continues to be a reporting issuer in British Columbia, Alberta and Ontario. The continuing entities are the Company and Amalco.

ITEM 5: THE DATE OF THE REPORTING ISSUER'S FIRST FINANCIAL YEAR-END AFTER THE TRANSACTION

The Company assumed Tribe's year end of December 31. Accordingly, the Company's first financial year end will be December 31, 2021.

ITEM 6: THE PERIODS, INCLUDING THE COMPARATIVE PERIODS, IF ANY, OF THE INTERIM AND ANNUAL FINANCIAL STATEMENTS REQUIRED TO BE FILED FOR THE REPORTING ISSUERS' FIRST FINANCIAL YEAR AFTER THE TRANSACTION

The Company will file audited annual financial statements for year end December 31, 2020. Tribe will also file interim financial statements for the three and nine months ended January 31, 2021 and audited financial statements for the period from May 1, 2020 to December 31, 2020.

ITEM 7: DOCUMENTS FILED UNDER NATIONAL INSTRUMENT 51-102

The following documents describing the Business Combination were filed under the profile for the Company on SEDAR at www.sedar.com:

- (i) the news release of the Company dated October 30, 2020;
- (ii) the news release of the Company dated December 10, 2020;
- (iii) the news release of the Company dated December 11, 2020;
- (iv) the news release of the Company dated February 12, 2021;
- (v) the news release of the Company dated March 8, 2021;
- (vi) the filing statement of the Company dated March 12, 2021;
- (vii) the news release of the Company dated March 12, 2021; and
- (viii) the news release of the Company dated March 16, 2021.

ITEM 8: DATE OF REPORT

March 24, 2021