

Form 51-102F3
Material Change Report

Item 1. Name and Address of Company

Freeform Capital Partners Inc. (the “Company”)
Suite 1000, 1285 West Pender Street
Vancouver, British Columbia
Canada V6E 4B1

Item 2. Date of Material Change

June 17, 2020

Item 3. News Release

News Release dated June 17, 2020 was disseminated through Canada Stockwatch.

Item 4. Summary of Material Change

The Company completed its initial public offering of 3,000,000 common shares of the Company at a price of \$0.10 per common share for aggregate gross proceeds of \$300,000. The common shares were listed on the TSX Venture Exchange on June 17, 2020, with trading immediately halted pending completion of the offering, and are expected to resume trading on June 19, 2020.

Item 5.1 Full Description of Material Change

The Company completed its initial public offering (“IPO”) of 3,000,000 common shares of the Company at a price of \$0.10 per common share for aggregate gross proceeds of \$300,000. The common shares were listed on the TSX Venture Exchange (the “Exchange”) on June 17, 2020 and trading was immediately halted pending completion of the IPO. The common shares of the Company are expected to resume trading on the Exchange on June 19, 2020 under the trading symbol “FRM.P”.

When combined with the cash proceeds raised prior to the IPO, the Company has raised total gross proceeds of \$425,000 and has a total of 5,500,000 common shares issued and outstanding, of which 2,500,000 common shares are currently held in escrow pursuant to the policies of the Exchange.

The net proceeds of the offering, together with the proceeds from the prior sales of common shares, will be used by the Company to identify and evaluate assets or businesses for acquisition with a view to completing a “Qualifying Transaction” under the Exchange’s capital pool company program.

Haywood Securities Inc. (the “Agent”) acted as agent for the IPO. In connection with the IPO, the Company granted to the Agent non-transferable options to acquire up to an aggregate of 300,000 common shares (the “Agent’s Options”). Each Agent’s Option is exercisable to acquire one common share of the Company at a price of \$0.10 until June 17, 2022. In connection with the IPO, the Agent also received a cash commission equal to 10% of the aggregate gross proceeds from the sale of the common shares and a corporate finance fee.

For further information please see the Company’s Amended and Restated Prospectus dated March 25, 2020 available under the Company’s profile on SEDAR at www.sedar.com.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

Kevin Smith, Chief Executive Officer
Telephone: (604) 309-6340

Item 9. Date of Report

June 18, 2020