

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

Lifestyle Delivery Systems Inc. (the "Company")
Suite 810, 789 W. Pender St.
Vancouver BC, V6C 1H2

Item 2 Date of Material Change

June 30, 2016

Item 3 Date of News Release

July 6, 2016

Item 4 Summary of Material Change

On June 30, 2016, the Company entered into a loan agreement (the "Loan Agreement") with Van Maren Financial Ltd. (the "Lender"), pursuant to which the Company received an initial advance of \$50,000 with an additional \$50,000 that may be advanced at the discretion of the Lender.

As partial consideration for the initial advance, the Company issued share purchase warrants to an affiliate of the Lender, and has agreed to issue additional warrants upon receipt of any additional advances made under the Loan Agreement.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Outstanding principal under the Loan Facility accrues interest at a rate of 3% per month, compounded monthly, with the outstanding principal due on or before January 1, 2017. As additional consideration for the initial advance under the Loan Facility, the Company agreed to issue to an affiliate of the lender share purchase warrants for the purchase of up to 700,000 common shares of the Company, exercisable at a price of \$0.08 per share for a period expiring on January 15, 2018. If additional advances are made to the Company by the lender, the Company will be required to issue share purchase warrants for the purchase of 14 additional common shares of the Company for each additional \$1.00 advanced. These additional warrants will be issued at the minimum price permitted by the policies of the Canadian Securities Exchange and will extend for a term ending on January 15, 2018.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Brad Eckenweiler, CEO and Director
(949) 335-2004
Email: brad@lifestyledeliverysystem.com

Item 9 Date of Report

July 6, 2016