

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Patriot One Technologies Inc.
999 West Hastings Street, Suite 525
Vancouver, BC, V6C 2W2

Item 2 Date of Material Change

December 19, 2016

Item 3 News Release

The Press Release dated December 19, 2016, was disseminated via Marketwired.

Item 4 Summary of Material Change

The Company announced the engagement of Ridge Global LLC as strategic advisor.

Item 5 Full Description of Material Change

See attached news release.

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

Martin Cronin, CEO – 1.800.753.0031

Item 9 Date of Report

December 19, 2016

Patriot One Adds Ridge Global LLC as Strategic Advisor

TORONTO, CANADA--(Marketwired – December 19, 2016) -- Patriot One Technologies Inc., (TSX.V: PAT) (OTCQB: PTOTF) (FRA: OPL) (“Patriot One” or the “Company”), developer of a revolutionary concealed weapons detection system, is pleased to announce that it has engaged Ridge Global LLC (“Ridge Global”) as a strategic advisor to support the Company’s market penetration in the United States.

Led by Tom Ridge, former Governor of Pennsylvania and the first U.S. Secretary of the Department of Homeland Security, Ridge Global LLC represents a significant partnership for the Company. Patriot One expects its work with Ridge Global could generate key relationships, opportunities, and support strategic engagement and enhanced service for prospective Patriot One customers.

Ridge Global was founded by Governor Ridge to help organizations decrease security risks. He has assembled a team of globally recognized experts who offer strategic counsel on identifying, preparing for and mitigating cyber risk. For more information on Ridge Global please visit: www.ridgeglobal.com.

Patriot One CEO, Martin Cronin, states “We are tremendously pleased to announce this partnership. Working with a company with the stature and reach of Ridge Global could greatly accelerate the exposure of our groundbreaking technology to key potential users. Governor Ridge has an unparalleled grasp of the challenges facing those charged with the safety of the American public and we are proud of the confidence he has shown in our technology.”

The Company’s agreement with Ridge Global provides for the payment of a monthly retainer, as well as performance-based bonuses and success fees payable on revenue and market capitalization-based milestones. The Company further announces the grant of 200,000 incentive stock options to Governor Ridge at an exercise price of \$1.44, exercisable for a term of four years and vesting in 25% tranches every three months beginning on March 14, 2017.

Find out more at www.patriot1tech.com.

ON BEHALF OF THE BOARD

"Martin Cronin"
CEO & Director

For further information, please contact:

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About Patriot One Technologies, Inc. (TSX.V: PAT) (OTCQB: PTOTF) (FRA: OPL)

Patriot One is advancing five years of academic research and successful testing into a commercial first-of-its-kind Cognitive Microwave Radar concealed weapons detection system. The Company’s NForce CMR1000 aims to Deter, Detect and Defend against active shooter threats before they occur. NForce CMR1000 is being designed to be cost-effectively installed in hallways and doorways to covertly identify weapons and to alert security of active threats before entry. Soon, facility operators aim to have an ability to prominently post anti-weapons policies with compliance assured. Patriot One believes widespread use of its technology could act as an effective deterrent, thereby diminishing the epidemic phenomena of active shooters across the nation and around the world. For more information, visit: www.patriot1tech.com.

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This news release contains forward-looking statements relating to product development, commercialization and other statements that are not historical facts. Forward-looking statements are often identified by terms such as "will", "may", "should", "anticipate", "expects" and similar expressions. All statements other than statements of historical fact, included in this release are forward-looking statements that involve risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company's expectations include the failure to develop and commercialize the Company's technology as anticipated or at all, the ability of the Company to satisfy the conditions of the relevant securities exchange(s) and other risks detailed from time to time in the filings made by the Company with securities regulations. The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company. The reader is cautioned not to place undue reliance on any forward-looking information. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The forward-looking statements contained in this news release are made as of the date of this news release and the Company will not update or revise publicly any of the included forward-looking statements unless expressly required by applicable law.