

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

HELLO PAL INTERNATIONAL INC.

410-1040 West Georgia Street
Vancouver, BC V6E 4H1

(the "Company")

Item 2. Date of Material Change

June 11, 2020

Item 3. News Release

The news release was issued on June 11, 2020 and was disseminated by Canada NewsWire.

Item 4. Summary of Material Change

On June 11, 2020, the Company announced a non-brokered private placement and debt settlement of up to 41,666,666 common shares at \$0.06 per share for gross proceeds of up to \$2,500,000 (the "Offering").

Item 5. Full Description of Material Change

On June 11, 2020, the Company announced a non-brokered private placement and debt settlement of up to 41,666,666 common shares at \$0.06 per share for gross proceeds of up to \$2,500,000 (the "Offering").

Proceeds of the Offering will be used to retire corporate indebtedness, including debentures, of approximately \$2,000,000, continue to grow the Company's livestreaming business as well as for general working capital and corporate purposes.

The shares issued under the financing will be subject to restrictions on resale for a period of four months from the date of issue.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

For further information, please contact:

Gunther Roehlig
Interim CFO
(604) 617-5421

Item 9. Date of Report

June 19, 2020