

## **MATERIAL CHANGE REPORT**

**ITEM 1. Name and Address of Company:**

Gravitas Financial Inc. (the "Issuer")  
333 Bay Street, Suite 1700  
Toronto, Ontario M5H 2R2

**ITEM 2. Date of Material Change:**

May 15, 2019

**ITEM 3. News Release:**

A press release was issued on May 15, 2019 and disseminated through NewsFile.

**ITEM 4. Summary of Material Change:**

On May 15, 2019, the Corporation announced that it will be late in the filing of its unaudited interim financial report, MD&A and related CEO and CFO certificates for the three months ended March 31, 2019.

**ITEM 5. Full Description of Material Change:**

**5.1 Full Description of Material Change**

Refer to the press release of the Corporation dated May 15, 2019 which is incorporated by reference, a copy of which is filed in SEDAR.

**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:**

For further information contact:

Vikas Ranjan  
President  
647-352-2666

**ITEM 9. Date of Report:**

May 15, 2019