

**FORM 51-102F3**  
**MATERIAL CHANGE REPORT**

**1. Name and Address of Company**

DigiCrypts Blockchain Solutions Inc. (the “Company”)  
33 Bloor Street East, Suite 500  
Toronto, Ontario M4W 3H1

**2. Date of Material Change**

September 1, 2020

**3. News Release**

A news release with respect to the material change referred to in this report was disseminated on September 1, 2020 through Accesswire and filed on the system for electronic document analysis and retrieval (SEDAR).

**4. Summary of Material Change**

The Company executed a definitive share purchase and exchange agreement to acquire all of the shares of DataNavee Corporation.

**5. Full Description of Material Change**

**5.1 Full Description of Material Change**

The material change is fully described in the news release attached hereto.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

**6. Reliance on Subsection 7.1(2) of Regulation 51-102**

Not applicable.

**7. Omitted Information**

Not applicable.

**8. Executive Officer**

For additional information, please contact Chris Carl, Chief Executive Officer of the Company, at (416) 312-9698.

**9. Date of Report**

September 3, 2020

## **DigiMax Executes Binding Share Exchange Agreement with DataNavee**

*FOR IMMEDIATE RELEASE – September 1, 2020*

**TORONTO/ACCESSWIRE – DIGIMAX GLOBAL SOLUTIONS (CSE:DIGI)** (the "**Company**" or "**DigiMax**") is pleased to announce that it has now signed a Binding Share Exchange Agreement to acquire all of the outstanding shares of DataNavee Inc. The Acquisition is expected to close within the next 30 days or sooner.

DataNavee and DigiMax are also in discussions to partner with two other companies to apply its technologies to an existing customer base resulting in the commencement of revenues before the end of 2020.

As disclosed previously, DigiMax currently has 60,590,909 shares outstanding and it will issue 55,000,000 shares to the existing shareholders of DNV. One-quarter of these shares will be issued without escrow and the remaining shares will be placed in escrow and one-third will be released at the end of each 4-month period after the closing of this transaction.

As part of an agreement with DigiMax Debenture Holders, DigiMax will also issue 385,458 shares to the Debenture Holders to satisfy an agreement that allowed DigiMax to defer some debenture interest payments in 2020 without triggering any penalties under the Debenture.

### **About DataNavee**

DataNavee has been incorporated to draw together the efforts of a team of artificial intelligence engineers and developers from around the world.

It is currently focused on providing solutions that utilize “predictive analytics as a service” so that clients could upload their own data sets as input for the predictive software and be provided with custom reports. This direct access approach eliminates the needs for clients to maintain expensive inhouse scientists, while at the same time producing highly sophisticated predictive analytics at a small fraction of the cost of custom in-house solutions.

### **About DigiMax**

DigiMax is based in Toronto and is the first company in the Digital Security space to be both publicly listed (listed on the Canadian Securities Exchange-symbol: DIGI) and own a registered Dealer. Canada, DigiMax Capital Corp is an 'Exempt Market Dealer registered in Ontario.

The Company has a highly qualified management team with extensive experience in global financial and capital markets, combined with a rapidly expanding global presence through collaborative partnerships in the USA, Hong Kong, Indonesia, Malaysia, England, Singapore, Korea and Malta.

**Contacts DigiMax:**

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**Cautionary Note Regarding Forward-looking Statements**

NEITHER THE CANADIAN SECURITIES EXCHANGE, NOR THEIR REGULATIONS SERVICES PROVIDERS HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE

*This press release contains "forward-looking statements". Forward-looking statements can be identified by words such as: anticipate, intend, plan, goal, seek, believe, project, estimate, expect, strategy, future, likely, may, should, will and similar references to future periods. Examples of forward-looking statements include, among others, statements we make regarding changing the Company's name.*

*Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on our current beliefs, expectations and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of our control. Our actual results and financial condition may differ materially from those indicated in the forward-looking statements. Therefore, you should not rely on any of these forward-looking statements. Important factors that could cause our actual results and financial condition to differ materially from those indicated in the forward-looking statements include, among others, the following: shareholders approving the change of name to DigiMax, the adequacy of our cash flow and earnings, the availability of future financing and/or credit, and other conditions which may affect our ability to expand the App Platform described herein, the level of demand and financial performance of the cryptocurrency industry, developments and changes in laws and regulations, including increased regulation of the cryptocurrency industry through legislative action and revised rules and standards applied by the Canadian Securities Administrators, Ontario Securities Commission, and/or other similar regulatory bodies in other jurisdictions, disruptions to our technology network including computer systems, software and cloud data, or other disruptions of our operating systems, structures or equipment.*

*Any forward-looking statement made by us in this press release is based only on information currently available to us and speaks only as of the date on which it is made. Except as required by applicable securities laws, we undertake no obligation to publicly update any forward-looking statement, whether written or oral, that may be made from time to time, whether as a result of new information, future developments or otherwise.*