

FORM 51-102F3

MATERIAL CHANGE REPORT

**Item 1: Name and Address of Reporting Issuer**

PUF Ventures Inc. (the "Company")  
#804-750 West Pender Street  
Vancouver, BC V6C 2T7

**Item 2: Date of Material Change**

August 19, 2016.

**Item 3: News Release**

A news release was issued and disseminated on August 19, 2016 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Item 4: Summary of Material Changes**

The Company announced that, further to its news release of July 13, 2016, it has issued a total of 1,890,880 common shares at a deemed value of \$0.05 per common share representing a full year of interest-only payments totaling \$94,544, \$94,544, and 405,180 common shares as finder's fees, pursuant to the securing of a new private mortgage group that replaced the Company's existing lender.

**Item 5: Full Description of Material Change**

The Company announced that, further to its news release of July 13, 2016, it has issued a total of 1,890,880 common shares at a deemed value of \$0.05 per common share representing a full year of interest-only payments totaling \$94,544, \$94,544, and 405,180 common shares as finder's fees, pursuant to the securing of a new private mortgage group that replaced the Company's existing lender.

Additionally, the Company announces that it has completed debt settlements whereby the Company issued a total of 1,174,200 common shares at a deemed value of \$0.05 per common share to certain creditors for past consulting and other services provided to the Company totaling approximately \$58,710.

The total debt amount was \$173,514 with the issuance of a total of 3,470,260 common shares of the Company.

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

Not applicable.

**Item 7: Omitted Information**

None.

**Item 8: Executive Officer**

For further information, please contact:

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**Item 9: Date of Report**

August 19, 2016.