

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

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

Fandom Sports Media Corp. (the “Company” or “FANDOM SPORTS”)  
3250 Bloor Street, West  
Toronto, ON M8X 2X9

**Item 2: Date of Material Change**

August 23, 2019.

**Item 3: News Release**

A news release was issued and disseminated on August 23, 2019 and filed on SEDAR at [www.sedar.com](http://www.sedar.com).

**Item 4: Summary of Material Changes**

The Company announced that it has closed its oversubscribed private placement for gross proceeds of \$308,040.

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

The Company announced that the technology bridge-funding-focused private placement opened on June 12, 2019, has closed. The private placement attracted a new technology investor-partner and was oversubscribed at 105%, closing at \$308,040. Deqode, <https://deqode.com/>, has joined FANDOM SPORTS’ current private placement offering together with the Company’s Management as new investors.

Deqode is the FANDOM SPORTS’ technology development partner brought on to introduce new features and enhance the user experience in the FANDOM SPORTS APP.

The proceeds will be used for completion of the live sports application development and technology integrations for commercial launch. The FANDOM SPORTS app is available in the Apple App Store and Google Play Store – revolutionizing the world of sports fandom.

The Platform on which the FANDOM SPORTS app is built is now ready for immediate global expansion, subject to operational funding. The trash talking can now begin about ALL sports globally, and especially the TOP news stories in sports, whether it be the 6+ hour tennis match at Wimbledon or England winning its first ever world championship in cricket. All sports will be covered year-round, whether in season or not, as hardcore sports fans follow what happens with their support 12 months out of the year.

All daily content, called the FANDOM TOP 10, will be curated by the FANDOM SPORTS content team and users can engage in trash talk while gaming with FANCOINS. Users who are most active on the app and engage in trash talk daily, will be awarded with real-life rewards, like game tickets and gear. Users will also be able to upload their own videos and photos specifically related to the specific sport’s fandom as FANDOM SPORTS is teaming up with Finnish company, BCaster, <https://www.bcaster.com/>. BCaster will form a social media network of FANDOM SPORTS users inside the app. All users will be connected automatically. Fans can use features like commenting and liking each others videos and photos that work so well in other social media apps. This allows FANDOM SPORTS to keep the app users engaged and producing organic content inside the app. BCaster also provides an engine to assure that all UGC is monitored and any and all harmful content will be flagged and removed automatically.

FANDOM SPORTS has secured its Board of Directors for 2020. The Company issues 1MM options at \$0.05 to each Director for their years of service. Options were granted August 21, 2019.

FANDOM SPORTS has discontinued the position of Retail Investor consulting. Therefore, the agreement with Eric Bau, Investor Relations Manager, will conclude at the end of August, 2019. We thank Eric for all his hard work and for being part of the team during the past year while the Company created the Platform and Live Sports App. We wish him continued success.

FANDOM SPORTS moves its corporate address from Toronto to New York City and has filed the new address with both SEDAR and CSE. The new mailing address for the Company effective, September 1, 2019 is 694 Main St., New York, NY 10044.

**About FANDOM SPORTS:**

“Play. Predict. Get Rewarded.” FANDOM SPORTS Media is an entertainment and gaming company “Hell Bent” on finding and creating the best interactive sports and esports content. FANDOM SPORTS allow super fans to unleash their primal sports passions by engaging with other fans, cheering for their favourite teams and players and jeering their opponents.

The FANDOM SPORTS app allows users to unleash their primal sports passion by allowing fans to play, predict and get rewarded on real time sports and esports events. The Company’s 1-2-1 strategy is built-on a Blockchain Platform two global apps with one FANCOIN economy for super fans fight one another within an entertaining mobile application and to get rewarded for the action.

**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 27, 2019.