

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

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

Fandom Sports Media Corp. (the "Company" or "Fandom Sports")  
82 Richmond Street East, Toronto, ON M5C 1P1, Canada

**Item 2: Date of Material Change**

December 10, 2019.

**Item 3: Close Of Private Placement**

The Private Placement closes unsubscribed, closing date of December 10, 2019, was informed on FORM 7 ([MONTHLY PROGRESS REPORT OCTOBER 2019](#)), FORM 7 ([MONTHLY PROGRESS REPORT NOVEMBER 2019](#)) and FORM ([NOTICE OF ISSUANCE OR PROPOSED ISSUANCE OF LISTED SECURITIES](#)).

**Item 4: Summary of Material Changes**

The Company announces that the current shareholder targeted private placement that closed on December 10, 2019, was unsubscribed.

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

**CURRENT SHAREHOLDERS**

The non-brokerage private placement was open to all existing shareholders until December 10, 2019. The Corporation issues up to 18,250,000 units (the "Units") in the capital of the Corporation pursuant to subscription agreements, as presented to the directors, at a price of \$0.02 per Unit for gross proceeds of up to \$365,000 (the "Offering"). Each Unit shall consist of one common share (the "Shares") and one Share purchase warrant ("Warrant"). Each Warrant will entitle the holder thereof to subscribe for one common share in the capital of the Corporation at \$0.05 per share (the "Warrant Shares") for a period of 24 months from the Closing Date.

The Company announces that the existing shareholder targeted private placement closed on December 10, 2019, unsubscribed.

**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:

Henri Holm, Director & Chief Executive Officer

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Telephone: +1 347 266 0992

**Item 9: Date of Report**

December 10, 2019.