

FORM 51-102F3

Material Change Report

1. Name and Address of Company:

Whattozee Networks Inc.
P.O. Box 10322, Pacific Centre
Suite 1450 – 701 West Georgia Street
Vancouver, BC V7Y 1G5

(the "Company")

2. Date of Material Change:

February 24, 2017

3. News Release:

A news release was disseminated on February 24, 2017, and was subsequently filed on SEDAR.

4. Summary of Material Change:

Whattozee Networks Inc. (Formerly - Bama Gold Corp) reported that effective February 24, 2017 it has closed the final tranche of the non-brokered private placement as announced November 18, 2016 and January 30, 2017.

5. Full Description of Material Change:

Whattozee Networks Inc. (Formerly - Bama Gold Corp) reported that effective February 24, 2017 it has closed the final tranche of the non-brokered private placement as announced November 18, 2016 and January 30, 2017.

The Company issued 3,600,000 common shares at \$0.05 per share for gross proceeds of \$180,000. The combined total from both tranches of the private placement was \$500,000. Following the private placement, Whattozee has 15,148,405 common shares issued and outstanding.

Securities issued under the placement are subject to a four-month hold period, which will expire four months from the date of closing. The proceeds from the placement will be used for general working capital purposes.

In separate news, Damian Wallace has resigned as Chief Technical Officer of the Company. Whattozee is grateful for his contributions to the Company, and wishes him well in his future endeavours.

For more information, please contact Karl Kottmeier, President, at (604) 689-7422.

6. **Reliance on Subsection 7.1(2) of the National Instrument 51-102 *Continuous Disclosure Obligations*:**

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer Knowledgeable of Material Change:**

Karl Kottmeier, President
Telephone: (604) 689-7422

9. **Date of Report:**

February 24, 2017

WHATTOZEE NETWORKS INC.

By: “Karl Kottmeier”
President
(Official Capacity)
Karl Kottmeier
(Please print here name of individual whose
signature appears above.)