

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

Item 1 Name and Address of Company

Cryptologic Corp. (“**Cryptologic**” or the “**Company**”)
5 Hazelton Avenue, Suite 300
Toronto, Ontario M5R 2E1

Item 2 Date of Material Change

April 8, 2020

Item 3 News Release

A news release announcing the material change referred to in this report was disseminated on April 8, 2020 and subsequently filed on SEDAR at www.sedar.com.

Item 4 Summary of Material Change

On April 8, 2020, the Company announced that the previously announced transaction (the “**Transaction**”) to sell all the shares of its wholly-owned subsidiary 9376-9974 Quebec Inc. (“**9376**”), which holds the rights to a 30 megawatt (“**MW**”) dedicated cryptocurrency mining operation located in Lachute, Quebec (the “**Facility**”), to HIVE Blockchain Technologies Ltd. (“**Hive**”) had closed.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On April 8, 2020, the Company announced that the previously announced Transaction to sell all the shares of its wholly-owned subsidiary 9376, which holds the rights to the 30 MW Facility, to HIVE had closed.

As consideration for the shares of 9376, Hive issued 15,000,000 common shares (“**Hive Shares**”) to the Company at a deemed price of C\$0.20 per Hive Share, which are subject to a four-month lock-up agreement, and paid the Company C\$1,956,230.60 in cash, being the cash portion of the purchase price as adjusted by estimated closing working capital and a holdback amount. In addition, Hive has agreed to invest C\$3.0 million in the Facility.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 **Omitted Information**

No significant facts have been omitted from this report.

Item 8 **Executive Officer**

Jordan Greenberg, Chief Financial Officer, (647) 715-3707

Item 9 **Date of Report**

April 17, 2020