

FORM 51-102F3
Material Change Report

Item 1: Name and Address of Company

Blox Labs Inc. (the "Issuer")
213 Sterling Road, Suite 206
Toronto, ON M6R 2B2

Item 2: Date of Material Change

May 28, 2018

Item 3: News Release

A news release was issued and disseminated by the Issuer on May 28, 2018 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule A hereto.

Item 4: Summary of Material Change

Peter Karroll has been appointed to the Board of Directors, effective immediately. As a distinguished leader in his field, Karroll comes to the Company with a 25 year track record of achievement in leadership roles with numerous companies.

Item 5: Full Description of Material Change

Please see the attached Schedule A.

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

Not applicable

Item 7: Omitted Information

None

Item 8: Executive Officer

Jeff Zanini, Chief Executive Officer, Telephone: 416.262.0871

Item 9: Date of Report

May 28, 2018

Schedule A - News Release

Blox Labs Announces Director Appointment

Toronto, Ontario – May 28, 2018 - Blox Labs Inc. (“BLOX” or “the Company”) (CSE: BLOX) (Frankfurt: BR1B) is pleased to announce that, effective immediately, it has appointed Mr. Peter Karroll to the Board of Directors. With an incredible ability to motivate, energize, and capitalize on opportunities, Karroll will be central to the continuous growth and success of BLOX. As a distinguished leader in his field, Karroll comes to the Company with a 25 year track record of achievement in leadership roles with numerous companies.

Early in his career Peter was involved in the Entertainment industry where he was instrumental in producing and composing Platinum and Gold record albums for recording artists as well as for movies and television. This led to founding an integrated entertainment group that included a music label and an artist management enterprise that managed international recording artists. His recording artists have released albums globally and have appeared on major concert stages worldwide since the early 1990's.

Karroll's firm later merged with a top tier international online entertainment brand, where he served as Senior Executive in charge of Worldwide Entertainment and Marketing — leading the company to exceptional global growth. During his tenure, Karroll was a key architect of an integrated brand building campaign that achieved verifiable success. His unique approach to online gaming yielded exceptional revenue and subscription figures in his first year, increasing the online gambling player base by 214%, and net gaming revenues by 242%. In the following 2 years, Peter's leadership and strategies saw the group handle \$7.3 Billion in online transactions and attain net gaming revenues of \$575 million. He also championed substantial growth in international markets by opening offices, networks, and business partner relationships throughout Europe, Asia, South Africa, Russia and South America while opening additional offices in London, New York, Berlin, Toronto, and St Petersburg. Peter structured several television production and distribution deals to expand the brand and co-created sports, MMA live events, PPV and television, and a million dollar talent search. Peter negotiated and executive produced these productions in conjunction with “Spike TV Network”, “ION TV Network”, “Fox Sports Net”, “Fuse Network”, “The Dish Network”, “The Score”, and “The Fight Networks”, as well as international Pay Per View events via live satellite distributed in America with “In Demand”, and “Shaw Cable”. In Canada, Peter set up direct worldwide internet viewing of these PPV events through Akamai Networks directly from the branded entertainment website. As a result, in 2 years, under Peter's stewardship, the brand awareness had risen from less than .05% to an incredible 42% of target market.

“Peter's vast experience and track record of success with high growth companies in burgeoning sectors will greatly benefit BLOX as we execute on our business plan. We are very fortunate to have someone with Peter's business pedigree join our Company,” said BLOX CEO Mr. Zanini.

About Blox Labs

Blox Labs Inc. is a technology development company focused on creating best-in-class software solutions driven by emerging trends in Blockchain, Smart Contracts and Decentralized Applications. BLOX is helping customers with solutions for business problems from proofs of concept through execution. The Company is currently piloting blockchain solutions for supply chain management and improvement as well as other areas. BLOX is actively targeting partnerships and strategic acquisitions of growth companies.

Blox Labs Inc.

Jeff Zanini, CEO and Director

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Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this news release.

Forward-Looking Information

This news release includes forward-looking information within the meaning of Canadian securities legislation concerning the business of the Company. Forward-looking information is based on certain key expectations and assumptions made by the management of the Company, including future plans for development of technologies by the Company. Although the Company believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because the Company can give no assurance that they will prove to be correct. Forward-looking statements contained in this news release are made as of the date of this news release. The Company disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.