

**Form 51-102F3**  
**MATERIAL CHANGE REPORT**  
**& NOTICE OF CHANGE IN CORPORATE STRUCTURE**

**Item 1: Name and Address of Company**

Fundamental Applications Corp. (“the **Issuer**”)  
242 – 515 West Pender Street  
Vancouver, BC V6B 6H5

**Item 2: Date of Material Change**

September 12, 2014

**Item 3: News Release**

A news release was issued and disseminated on September 15, 2014 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)). A copy of the news release is attached as Schedule “A” hereto.

**Item 4: Summary of Material Change**

On September 12, 2014, the Issuer completed a statutory arrangement under a plan of arrangement (the “**Arrangement**”) with Salient Corporate Services Inc. (“**Pubco**”) and Antisocial Holdings Ltd. (“**Antisocial Holdings**”). As a result of completing the Arrangement, the Issuer became a reporting issuer in Alberta and British Columbia.

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

*5.1 Summary of the Arrangement and Corporate Information*

On July 21, 2014, the Issuer entered into an arrangement agreement including the Arrangement (“**Arrangement Agreement**”) with Pubco and Antisocial Holdings.

Completion of the Arrangement as set forth in the Arrangement Agreement was approved by the shareholders of Antisocial Holdings on August 8, 2014, and by a final order granted by the Supreme Court of British Columbia on August 13, 2014 in accordance with Part 9 of the *Business Corporations Act* (British Columbia).

Pursuant to the Arrangement Agreement, the following principal steps occurred and were deemed to occur in the following order to complete the Arrangement:

- the Issuer acquired all the issued and outstanding shares of Antisocial Holdings from all the shareholders of Antisocial Holdings through a 1-for-1 share exchange;
- Antisocial Holdings acquired all issued and outstanding common shares of the Issuer from Pubco (the “**Purchase Shares**”) for consideration of \$10,000;
- Antisocial Holdings paid \$7,920 to Pubco for estimated expenses that Pubco incurred during the transaction;
- Pubco issued 1,000 common shares to the Issuer (the “**Pubco Exchange Shares**”) and paid \$7,920 and, in turn, the Issuer issued 396,000 common shares to Pubco (the “**Issuer Distribution Shares**”);

- the Issuer Distribution Shares were distributed to the shareholders of Pubco as of the record date of August 20, 2014, on a pro-rated basis according to their shareholdings; and
- the Purchase Shares were then cancelled.

On September 12, 2014, upon completion of the Arrangement, the Issuer became a reporting issuer in the jurisdictions of Alberta and British Columbia.

The CUSIP number for the Issuer's common shares is **03718W106**.

The Issuer was incorporated on July 14, 2014 and its fiscal year end is June 30. As a result of completing the Arrangement, the Issuer has one wholly-owned subsidiary, Sechelt, incorporated on April 4, 2014.

5.2 Disclosure for Restructuring Transactions

Pursuant to section 4.9 of National Instrument 51-102, we provide the following additional information:

***Name of each party, if any, that ceased to be a reporting issuer subsequent to the Transaction and of each continuing entity:***

No party ceased to be a reporting issuer. The name of each continuing entity is:

- Fundamental Applications Corp. (the Issuer and a reporting issuer);
- Salient Corporate Services Inc. (a reporting issuer); and
- Antisocial Holdings Ltd. (a private company and a wholly-owned subsidiary of the Issuer on completion of the Arrangement). Note: Antisocial Holdings did not become a reporting issuer under the Arrangement, as its share exchange with Pubco occurred after the share exchange with the Issuer.

***Date of the Reporting Issuer's first financial year end subsequent to the Transaction:***

June 30, 2015.

***The periods, including comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer's first financial year subsequent to the Transaction:***

Financial Statement Period	Filing Due Date	Comparatives
Interim financial statements for the first quarter ended September 30, 2014	November 29, 2014	n/a
Interim financial statements for the second quarter ended December 31, 2014	March 1, 2015	n/a

Interim financial statements for the third quarter ended, March 31, 2015	May 30, 2015	n/a
Annual financial statements for the year ended June 30, 2015	September 28, 2015	June 30, 2014

***Documents Filed under National Instrument 51-102 describing the Transaction and Filing Location of Same:***

<b>Documents</b>	<b>Location of Filing</b>
Arrangement Agreement dated July 21, 2014	SEDAR profile of the Issuer
Final Order of the Supreme Court of British Columbia granted August 13, 2014	SEDAR profile of the Issuer
News release dated September 12, 2014 (attached as Schedule A)	SEDAR profile of the Issuer
This Material Change Report and Notice of Change in Corporate Structure	SEDAR profile of the Issuer

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

Not applicable

**Item 7: Omitted Information**

None

**Item 8: Executive Officer**

Arni Johannson, President & CEO

Telephone: 604.614.1034

Email: arni@canadiannexus.com

**Item 9: Date of Report**

September 15, 2014

**Schedule "A"**

**SALIENT CORPORATE SERVICES INC.**

2101 – 1455 Howe Street  
Vancouver, BC V6Z 1C2



242 – 515 West Pender Street  
Vancouver, BC V6B 6H5

**SALIENT CORPORATE SERVICES INC. CLOSES A PLAN OF ARRANGEMENT WITH  
FUNDAMENTAL APPLICATIONS CORP. AND ANTISOCIAL HOLDINGS LTD.**

**Vancouver, B.C. – (September 12, 2014) Salient Corporate Services Inc. (“Salient”) and Fundamental Applications Corp. (“Fundamental”).** Salient and Fundamental are pleased to announce that on September 12, 2014, they completed a statutory arrangement under a plan of arrangement (the “**Arrangement**”) among Salient, Fundamental and Antisocial Holdings Ltd. (“**Antisocial Holdings**”). As a result of completing the Arrangement, Fundamental became a reporting issuer in Alberta and British Columbia, and Antisocial Holdings became a wholly-owned subsidiary of Fundamental.

On July 21, 2014, Salient, Fundamental and Antisocial Holdings entered into an Arrangement Agreement and Plan of Arrangement (the “**Arrangement Agreement**”).

Completion of the Arrangement as set forth in the Arrangement Agreement was approved by consent resolutions of the shareholders of Antisocial Holdings on August 8, 2014, and a final order granted by the Supreme Court of British Columbia on August 13, 2014 in accordance with Part 9 of the *Business Corporations Act* (British Columbia).

Pursuant to the Arrangement, the following principal steps were completed on September 12, 2014:

- Antisocial Holdings purchased all the issued and outstanding Common Shares of Fundamental from Salient;
- Fundamental acquired 13,825,000 Common Shares of Antisocial Holdings, being all the issued and outstanding share capital, from all the shareholders of Antisocial Holdings through a 1-for-1 share exchange; and
- Fundamental issued 396,000 Common Shares of Fundamental to Salient, which were subsequently distributed to the shareholders of Salient as of the record date of August 20, 2014, on a pro-rated basis according to their shareholdings.

Upon the Arrangement becoming effective on September 12, 2014, Fundamental became a reporting issuer in the jurisdictions of Alberta and British Columbia, and has issued a total of 14,096,000 Common Shares. The CUSIP for the Common Shares of Fundamental is 03718W106.

Fundamental was incorporated on July 14, 2014 and its fiscal year end is June 30. As a result of completing the Arrangement, Fundamental has one wholly-owned subsidiary, Antisocial Holdings, which was incorporated on April 4, 2014.

Salient Corporate Services Inc.

Salient Corporate Services Inc. is in the business providing business development services to new and emerging businesses, including making introductions to accountants, lawyers, brokers, transfer agents, and various other professionals and service providers to assist companies in raising capital and going public.

**For further information on Salient, please contact:**

Karl Antonius  
President and Chief Executive Officer  
Telephone: 604.218.9434  
Email: karl@antoniuscapital.com

Fundamental Applications Corp.

Fundamental Applications Corp. was founded in 2014 to launch innovative mobile applications targeted at millennials. Millennials are described as a demographic born between 1980 and 2000 into a digital world with significant discretionary income. Fundamental intends to launch their first application, Serum™, in the fall of 2014. Serum™ is an innovative and unique mobile chat application which enables users to post questions and have text conversations with a group of their friends anonymously; no one involved in the conversation is aware of who in the group is responding. Serum™ also provides control to the users over conversations they initiate, such as adding or removing participants. Serum™ goes beyond existing applications such as Whisper and Secret, which only allow for one-way conversations, by creating an interactive way of sharing. Serum™ also goes above and beyond in terms of implementing protocols for anti-bullying. Fundamental intends to launch additional apps targeting privacy, anonymity and chat once it has built a large Serum™ user base.

**For further information on Fundamental, please contact:**

Arni Johansson  
President & Chief Executive Officer  
Telephone 604.614.1034  
Email: arni@canadiannexus.com

**Forward-Looking Information:**

This press release may include forward-looking information within the meaning of Canadian securities legislation. The forward-looking information is based on certain key expectations and assumptions made by the management of Fundamental and Salient. Although the companies believe 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 companies cannot provide any assurance that it will prove to be correct. These forward-looking statements are made as of the date of this press release and the companies 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.