# FORM 51-102F3 MATERIAL CHANGE REPORT

### Item 1 Name and Address of Company

Fundamental Applications Corp. (the "**Company**") Suite 830, 1100 Melville Street Vancouver, BC Canada V6E 4A6

## Item 2 Date of Material Change

March 2, 2017

#### Item 3 News Release

The news release attached hereto as Schedule "A" announcing the material change described herein was disseminated through the news dissemination services of Stockwatch and Baystreet on March 3, 2017.

#### Item 4 Summary of Material Change

The Company announced it had closed a non-brokered private placement and issued shares in settlement of debt. Pursuant to the non-brokered private placement offering, the Company issued 3,500,000 shares at a price of \$0.05 per share for gross proceeds of \$175,000. In connection with this private placement, the Company issued 250,000 shares and 250,000 broker's warrants to an arm's length finder. Each broker's warrant is exercisable at \$0.10 per common share for a period of 12 months from the date of issuance.

In addition, the Company announced it had settled debt in an aggregate amount of \$75,000 in exchange for 1,500,000 shares to one creditor. The debt settlement is based on a deemed price of \$0.05 per share.

All securities issued pursuant to the private placement offering and debt settlement are subject to a four month hold period in accordance with applicable securities laws.

## Item 5 Full Description of Material Change

## 5.1 Full Description of Material Change

Please see the press release attached as Schedule "A" for a full description of the material change.

## 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

Not applicable.

# Item 8 Executive Officer

Bradley Moore Chief Executive Officer and Director Telephone: (514) 561-9091

# Item 9 Date of Report

March 8, 2017

# SCHEDULE "A"

## FUNDAMENTAL APPLICATIONS COMPLETES PRIVATE PLACEMENT

Vancouver, British Columbia, Canada, March 2, 2017 - Fundamental Applications Corp. ("Fundamental" or the "Company") (CSE: FUN, FSE: 2FA, OTCQB: FUAPF), a leading developer of innovative smartphone applications targeted toward millennials, is pleased to announce it has closed a non-brokered private placement and issued shares in settlement of debt.

Pursuant to the non-brokered private placement offering, the Company has issued 3,500,000 shares at a price of \$0.05 per share for gross proceeds of \$175,000. In connection with this private placement, the Company has issued 250,000 shares and 250,000 broker's warrants to an arm's length finder. Each broker's warrant is exercisable at \$0.10 per common share for a period of 12 months from the date of issuance.

In addition, the Company announces it has settled debt in an aggregate amount of \$75,000 in exchange for 1,500,000 shares to one creditor. The debt settlement is based on a deemed price of \$0.05 per share.

All securities issued pursuant to the private placement offering and debt settlement are subject to a four month hold period in accordance with applicable securities laws.

#### About Fundamental Applications Corp.

Fundamental designs, develops, markets, and acquires innovative mobile applications targeted at the "Millennials" generation, people born in an age of digital technology, internet access, and smart phones. This demographic is an early adopter of mobile technology, has significant discretionary income, and is lifestyle driven with a willingness to try new things. Fundamental's three leading mobile platforms are Foro, a peer-to-peer mobile ecommerce marketplace; Truth, a one-to-one anonymous messaging app previously listed in the top 100 social networking apps in the Apple App Store; and Opinit, an app that enables users to socially share their favourite online sentiment-driven content.

For more information about Fundamental Applications Corp., please visit <u>www.FunAppCorp.com</u>, or review the Company's profiles on the SEDAR website (<u>www.sedar.com</u>) and the CSE website (<u>www.thecse.com</u>). To schedule an interview, please contact:

## **Bradley Moore**

Chief Executive Officer Telephone: 514.561.9091 Email: bmoore@theforo.com www.FunAppCorp.com

The CSE has not reviewed and does not accept responsibility for the adequacy and accuracy of this information. The Company has no intention or obligation to update or revise any forward-looking statements due to new information or events.

This news release does not constitute an offer to sell or a solicitation of an offer to buy securities of Fundamental nor shall there be any sale of such securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

#### **Forward-Looking Information:**

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of Fundamental. Forward-looking information is based on certain key expectations and assumptions made by the management of Fundamental. Although Fundamental 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 Fundamental can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. Fundamental 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.