## 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 7, 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 7, 2017.

#### Item 4 Summary of Material Change

The Company announced it has granted stock options to acquire up to 1,000,000 common shares in the Company to certain of its directors, officers, employees, and consultants (the "**Options**"). The Options have an exercise price of \$0.10 and expire on March 7, 2022.

In addition, the Company announced it had settled debt in an aggregate amount of \$50,000 in exchange for the issuance of 500,000 common shares to an unrelated creditor. The Company also intends to issue a further 300,000 common shares to settle a separate debt in an aggregate amount of \$30,000 in exchange for the issuance of 300,000 common shares to another unrelated creditor. These debt settlements are based on a deemed price of \$0.10 per common share.

## 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 ANNOUNCES OPTION GRANT AND DEBT SETTLEMENT

Vancouver, British Columbia, Canada, March 7, 2017 - **Fundamental Applications Corp.** ("**Fundamental**" or the "**Company**") (CSE: FUN, FSE: 2FA, OTCQB: FUAPF) a leading developer of innovative smartphone applications, announces it has granted stock options to acquire up to 1,000,000 common shares in the Company to certain of its directors, officers, employees, and consultants (the "**Options**"). The Options have an exercise price of \$0.10 and expire on March 7, 2022.

The Company's stock option plan allows for 3,412,234 common shares to be reserved for issuance under the plan. Upon issuance of the options granted, there will be 3,360,000 common shares reserved under options outstanding, leaving 52,234 common shares that may be reserved for issuance under the Company's stock option plan. The stock option grant is subject to regulatory approval.

In addition, Fundamental announces that it has settled debt in an aggregate amount of \$50,000 in exchange for the issuance of 500,000 common shares to an unrelated creditor. The debt settlement is based on a deemed price of \$0.10 per common share. The Company intends to issue a further 300,000 common shares shortly to settle a separate debt in an aggregate amount of \$30,000 in exchange for the issuance of 300,000 common shares to another unrelated creditor. This debt settlement will again be based on a deemed price of \$0.10 per common share.

The Company determined it was best to reduce its debt at this time by the issuance of shares in order to preserve its cash for operations and is relying on exemptions from prospectus requirements and applicable securities laws to issue the shares.

All securities issued in connection with debt settlement are subject to a hold period of four months plus a day from the date of issuance in accordance with applicable securities legislation.

## About Fundamental

Fundamental Applications Corp. (CSE: FUN, FSE: 2FA, OTCQB: FUAPF) 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.

To learn more about Fundamental Applications Corp., please visit <u>www.FunAppCorp.com</u>, or review its company profiles on the SEDAR website (<u>www.sedar.com</u>) and on the Canadian Securities Exchange's website (<u>www.thecse.com</u>). To schedule an interview, please contact:

# Bradley Moore

Chief Executive Officer Telephone: <u>514.561.9091</u> Email: <u>bmoore@theforo.com</u> www.FunAppCorp.com The Canadian Securities Exchange 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.

#### **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.