

FORM 51-102F3
MATERIAL CHANGE REPORT

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

Appature Mobile Application Inc. (the "Company")
440 – 890 West Pender Street
Vancouver, BC V6C 1J9

Item 2. **Date of Material Change**

February 27, 2018

March 2, 2018

Item 3. **News Release**

A news release relating to the material changes described herein was issued by the Company on March 9, 2018 (distributed through Stockwatch) and filed on the System for Electronic Document Analysis and Retrieval ("**SEDAR**") on March 9, 2018.

Item 4. **Summary of Material Change**

On February 27, 2018 the Company completed a non-brokered private placement of 7,511,000 special warrants in the capital stock of the Company at a price of \$0.10 per Special Warrant for total proceeds of \$751,100. The Special Warrants are exercisable by the holders thereof at any time after February 27, 2018 for no additional consideration and all unexercised Special Warrants will be deemed to be exercised without any further action on the part of the holder on the earlier of: (a) June 28, 2018, and (b) the third business day after a receipt is issued for a (final) prospectus by the securities regulatory authorities in each of the Provinces of Canada where the Special Warrants are sold qualifying the common shares to be issued upon the exercise or deemed exercise of the Special Warrants. In connection with the private placement of special warrants, the Company has paid finder's fees to four arm's length parties, including an aggregate of 463,000 common shares with a deemed value of \$0.10 per share, and warrants to purchase up to 200,000 common shares of the Company exercisable until February 28, 2019 at \$0.25 per share.

On March 2, 2018 the Company completed the acquisition of RewardDrop Software Inc. (“RSI”), pursuant to a share exchange agreement with RSI dated February 1, 2018. Pursuant to the agreement, Company has issued an aggregate of 50,000,000 AMAI common shares in exchange for 100% of the issued and outstanding securities of RSI. The Company has also paid a finder’s fee of 2,825,000 AMAI common shares in respect of the transaction to an arm’s length party.

On March 2, 2018 the Board of Directors of the Company also approved the adoption of the 2018 Stock Option Plan, which authorizes the Company to issue to its officers, directors, employees and consultants, incentive stock options to purchase up to 15,241,473 shares of the Company’s common stock at an exercise price of \$0.20 per share or higher.

On March 2, 2018 the Board of Directors of the Company appointed Jay Ruckenstein (President and Director), Jason Collins (Chief Technologies Officer), Maxime Rochon (Chief Operating Officer, Chief Innovation Officer), Hanspaul Pannu (Chief Financial Officer), Kyle Maglio (Executive Vice President), and Adnan Terzimehic (VP of Technology). Mr. Mohamed, who resigned as President due to the appointment of Jay Ruckenstein, continues as the Chief Executive Officer and as a director of the Company.

Jay Ruckenstein, President and Director

Jay Ruckenstein, co-founder of RewardDrop Software, is a seasoned technology & marketing executive and entrepreneur with over sixteen years’ experience in product development, digital marketing & strategy, lead generation, search engine optimization and financial analysis. Since 2001, he has served as Chief Operating Officer of Envivo Digital International Inc., a marketing and business development agency which he co-founded. From 2002 to 2008, Mr. Ruckenstein served as COO of Net Win Media, a Dominican Republic based firm with expertise in SEO, gaming, financial transaction management, and fraud prevention. His extensive knowledge of internet technology, finance, and marketing, coupled with his strong leadership skills and passion for delivering exceptional service, will help lead Appature into the next exciting stage of its development. Mr. Ruckenstein studied Business Administration and Finance at Concordia University in Montreal, PQ and New York University.

Jason Collins, Chief Technologies Officer,

Jason Collins is a network engineer by trade with formal training in telecommunications and real time networking. A co-founder of RewardDrop Software, He has over 10 years of experience in network architecture and latency sensitive network deployments, working predominantly on multi-site networks of enterprises world-wide. He is a renowned consultant where network latency, uptime, redundancy and disaster recovery are business-critical elements requiring external expertise. Jason has designed the network infrastructure of corporations in the financial, banking, logistics & transportation, pharmaceutical, and manufacturing industries. In recent years, Mr. Collins has developed a keen interest in the resiliency and intricate details of blockchain-distributed networks. He has particular expertise with cryptocurrency mining proof of work (POW), blockchain projects combining both security and networking, and has helped facilitate the launch of several cryptocurrency mining operations.

Maxime Rochon, Chief Operating Officer, Chief Innovation Officer

Maxime Rochon is an entrepreneur, producer, and developer with over 14 years of experience in the technology and marketing sectors. In 2013 he founded and has since led Spiritel, a VoIP and communications solutions firm based in Montreal, PQ. He has also served as an independent applications developer and consultant with particular emphasis smartphone applications, and cryptocurrency solutions. An early adopter and entrant into the

cryptocurrency market, Mr. Rochon brings a wealth a knowledge and cutting edge approach to AMAI's development team as he continues the work he began as a co-founder of RewardDrop Software.

Hanspaul Pannu, Chief Financial Officer

Hanspaul Pannu, CPA-CA, has worked in the Canadian small cap public company space for over 5 years providing financial reporting, corporate secretary, listing and general accounting support. In addition to his role at Appature Mobile Applications Inc. Mr. Pannu is the CFO of Marapharm Ventures Inc. (CSE:MDM, OTCQB: MRPHF), a company investing in the medical and recreational cannabis space, and has held or currently holds a senior financial consulting position with LED Medical Diagnostics Inc. (TSX-V: LMD), Aequus Pharmaceuticals Inc. (TSX-V:AQS, OTCQB:AQSZF), Veritas Pharma Inc.(CSE:VRT), Blok Technologies Inc.(CSE:BLK), and Sharc International Systems Inc. (CSE:SHARC).

Kyle Maglio, Executive Vice President

Kyle Maglio is seasoned software development professional with over fifteen years' experience in video game, user experience (UX) and user interface (UI) design and production. Mr. Maglio is the CEO and founder of Henchmen Interactive, a Vancouver, BC based mobile game design firm, and the owner of OCDesign, an interactive and web design studio. Previously, between 2003 and 2016, he held successive positions as lead designer, project manager, and executive in the gaming and mobile applications industries. Mr. Maglio is a graduate of the Center for Digital Imaging and Sound in Vancouver, British Columbia.

Adnan Terzimehic, VP of Technology

Adnan Terzimehic is an experienced information technology and management professional with over fourteen years' experience in the technology sector. Prior to his appointment with AMAI, from 2006 to 2016, he served as a manager, software engineer, and technical consultant in a range of industries including insurance, real estate, asset management, social and health and fitness, blockchain and crypto currency, among others. Mr. Terzimehic holds a Bachelors of Computer Engineering from the University of Waterloo

Full Description of Material Change

For a full description of the material change, please refer to the news release of the Company dated March 9, 2018 attached hereto as Schedule "A".

Item 5. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable.

Item 6. Omitted Information

Not Applicable.

Item 7. Executive Officer

Please contact Rahim Mohammed, Chief Executive Officer, at 403-605-9429.

Item 8.

Date of Report

DATED March 9, 2018.

Schedule "A"

APPATURE MOBILE APPLICATION INC.
440 – 890 WEST PENDER STREET
VANCOUVER, BC V6C 1J9

NEWS RELEASE

Appature Mobile Application Inc. Completes Acquisition of RewardDrop Software & Special Warrant Financing

March 9, 2018 – Vancouver, British Columbia. Appature Mobile Application Inc. ("**AMAI**" or the "**Company**"), is pleased to announce that, effective March 2, 2018, it has closed the previously announced share exchange agreement (the "**Share Exchange Agreement**") to acquire all the issued and outstanding shares of RewardDrop Software Inc. ("**RSI**"), a Montreal, Quebec-based mobile application, blockchain and cryptocurrency software development company. AMAI, together with RSI as its subsidiary, will now pursue the final development and launch of RSI's proprietary mobile application, "CatchCoin", which allows retailers, restaurants, and other public venues to offer personalized, real-time, mobile promotional offers to nearby visitors, bridging the gap between e-commerce and retail.

Information Concerning the Transaction and the Share Exchange Agreement

The Company and RSI entered into the Share Exchange Agreement on February 1, 2018. Pursuant to the agreement, Company has issued an aggregate of 50,000,000 AMAI common shares in exchange for 100% of the issued and outstanding securities of RSI. The Company has also paid a finder's fee of 2,825,000 AMAI common shares in respect of the transaction to an arm's length party.

As a prior condition to closing of the transaction with RSI, the Company first obtained a valuation report of RSI and its assets from a certified business valuator estimating a fair market value in the range of \$4.6 million CAD. The Board of Directors has also approved the adoption of the 2018 Stock Option Plan, which authorizes the Company to issue to its officers, directors, employees and consultants, incentive stock options to purchase up to 15,241,473 shares of the Company's common stock at an exercise price of \$0.20 per share or higher.

Private Placement of Special Warrants

As another condition of the Share Exchange Agreement with RSI, on February 27, 2018, the Company completed a non-brokered private placement of 7,511,000 special warrants in the capital of the Company at a price of \$0.10 per Special Warrant for total proceeds of \$751,100. The Special Warrants are exercisable by the holders thereof at any time after February 27, 2018 for no additional consideration and all unexercised Special Warrants will be deemed to be exercised without any further action on the part of the holder on the earlier of: (a) June 28, 2018, and (b) the third business day after a receipt is issued for a (final) prospectus by the securities regulatory authorities in each of the Provinces of Canada where the Special Warrants are sold qualifying the common shares to be issued upon the exercise or deemed exercise of the Special Warrants. In connection with the private placement of special warrants, the Company has paid finder's fees to four arm's length parties, including an aggregate of 463,000 common shares with a deemed value of \$0.10 per share, and warrants to purchase up to 200,000 common shares of the Company exercisable until February 28, 2019 at \$0.25 per share.

Appointment of Director and Officers

As a result of the Share Exchange Agreement with RSI, the Company is pleased to announce the appointment of Jay Ruckenstein (President and Director), Jason Collins (Chief Technologies Officer), Maxime Rochon (Chief Operating Officer, Chief Innovation Officer), Hanspaul Pannu (Chief Financial Officer), Kyle Maglio (Executive Vice President), and Adnan Terzimehic (VP of Technology) to its management and development team. Our Board of Directors now consists of Jay Ruckenstein, Derrick Lewis, Kelly Abbot, and Rahim Mohamed. Mr. Mohamed,

who resigned as President due to the appointment of Jay Ruckenstein, will continue as the Company's Chief Executive Officer.

Jay Ruckenstein, President and Director

Jay Ruckenstein, co-founder of RewardDrop Software, is a seasoned technology & marketing executive and entrepreneur with over sixteen years' experience in product development, digital marketing & strategy, lead generation, search engine optimization and financial analysis. Since 2001, he has served as Chief Operating Officer of Envivo Digital International Inc., a marketing and business development agency which he co-founded. From 2002 to 2008, Mr. Ruckenstein served as COO of Net Win Media, a Dominican Republic based firm with expertise in SEO, gaming, financial transaction management, and fraud prevention. His extensive knowledge of internet technology, finance, and marketing, coupled with his strong leadership skills and passion for delivering exceptional service, will help lead Appature into the next exciting stage of its development. Mr. Ruckenstein studied Business Administration and Finance at Concordia University in Montreal, PQ and New York University.

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About Appature Technologies Inc:

Appature Mobile Application Inc. is a technology incubator specializing in developing, launching, acquiring and vertically integrating technology companies. We foster a portfolio of technologies internally while providing engineering, capital, executive management and Silicon Valley introductions. Appature brings together innovative ideas based on solid mobile technical foundations and experienced teams to build leading mobile companies with incredible user experiences.

For further information please contact:

Rahim Mohammed
Chief Executive Officer
Phone: (403) 605-9429

Statements in this press release regarding AMAI's business which are not historical facts are "forward-looking statements" that involve risks and uncertainties, such as prospective business or technology development plans of AMAI's subsidiary, RewardDrop Software Inc. Since forward-looking statements address future events and conditions, by their very nature, they involve inherent risks and uncertainties. Actual results in each case could differ materially from those currently anticipated in such statements.