

EARLY WARNING REPORT

Filed pursuant to National Instrument 62-103 – The Early Warning System and Related Take-Over Bid and Insider Reporting Issues

1. Security and Reporting Issuer

1.1 Designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

This report relates to common shares (“**Common Shares**”) of Appature Mobile Application Inc. (the “**Issuer**”).

The Issuer’s head office is located at 890 West Pender Street, Suite 440, Vancouver, British Columbia, V6C 1J9.

1.2 Name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

The Common Shares of the Issuer were sold pursuant to a private transaction.

2. Identity of the Acquiror

2.1 Name and address of the acquiror.

Jay Ruckenstein (“**Jay**”)
151 Anselme-Lavigne Street,
Dollard-Des-Ormeaux, Quebec
H9A 1P4

Maxime Rochon (“**Maxime**”)
509 Laberge Street,
Montreal, Quebec
H9C 2S4

Jason Collins (“**Jason**” and collectively with Jay and Maxime, the “**Acquirors**”)
2160 Campbell Avenue
Dorval, Quebec
H9P 1L3

2.2 Date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence

Pursuant to a Share Exchange Agreement (the “**Agreement**”) between the Issuer, RewardDrop Software Inc. (“**RSI**”) and the Acquirors dated February 1, 2018, the Issuer completed on March 9, 2018 the acquisition of RSI. Pursuant to the Agreement, the Issuer has issued an aggregate of 44,473,333 Common Shares to the Acquirors in

exchange for 100% of the issued and outstanding common shares of RSI (the “**RSI Shares**”) held by the Acquirors (the “**Transaction**”).

Jay exchanged 50 RSI Shares for 14,241,666 Common Shares, representing approximately 17.1% of the Issuer’s issued and outstanding Common Shares, on a partially diluted basis.

Maxime exchanged 50 RSI Shares for 14,000,000 Common Shares, representing approximately 16.8% of the Issuer’s issued and outstanding Common Shares, on a partially diluted basis.

Jason exchanged 50 RSI Shares for 16,231,667 Common Shares, representing approximately 19.5% of the Issuer’s issued and outstanding Common Shares, on a partially diluted basis.

2.3 *Names of any joint actors*

Not applicable.

3. Interest in Securities of the Reporting Issuer

3.1 *Designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file the report and the change in the acquiror’s security holding percentage in the class of securities*

The Acquirors received an aggregate amount of 44,473,333 Common Shares (the “**Acquired Shares**”), representing 53.5% of the Issuer’s issued and outstanding Common Shares, on a partially diluted basis.

After giving effect to the Transaction, the Acquirors’ beneficial ownership, control and direction of the Issuer went from 0%, on a partially diluted basis, to 53.5%, on a partially diluted basis. More specifically, Jay’s beneficial ownership, control and direction of the Issuer went from 0%, on a partially diluted basis, to 17.1%, on a partially diluted basis. Maxime’s beneficial ownership, control and direction of the Issuer went from 0%, on a partially diluted basis, to 16.8%, on a partially diluted basis. Jason’s beneficial ownership, control and direction of the Issuer went from 0%, on a partially diluted basis, to 19.5%, on a partially diluted basis.

3.2 *State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file the report*

The Acquirors acquired ownership of the Acquired Shares.

3.3 *If the transaction involved a securities lending arrangement, state that fact*

Not applicable.

3.4 *State the designation and number or principal amount of securities and the acquiror's security holding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report*

Immediately prior to the Transaction, the Acquirors had beneficial ownership, control and direction over 0 Common Shares, representing, in the aggregate, approximately 0% of the Issuer's issued and outstanding Common Shares, on a partially-diluted basis.

After giving effect to the Transaction, the Acquirors now have beneficial ownership, control and direction over 44,473,333 Common Shares representing, in the aggregate, approximately 53.5% of the Issuer's issued and outstanding Common Shares, on a partially-diluted basis.

More specifically, Jay now has beneficial ownership, control and direction over 14,241,666 Common Shares representing, in the aggregate, approximately 17.1% of the Issuer's issued and outstanding Common Shares, on a partially-diluted basis. Maxime now has beneficial ownership, control and direction over 14,000,000 Common Shares representing, in the aggregate, approximately 16.8% of the Issuer's issued and outstanding Common Shares, on a partially-diluted basis. Jason now has beneficial ownership, control and direction over 16,231,667 Common Shares representing, in the aggregate, approximately 19.5% of the Issuer's issued and outstanding Common Shares, on a partially-diluted basis.

3.5 *Designation and number or principal amount of securities and the acquiror's security holding percentage in the class of securities referred to in Item 3.4 over which*

(a) *the acquiror, either alone or together with any joint actors, has ownership and control;*

See Item 3.4 above.

(b) *the acquiror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the acquiror, or any joint actor;*

Not applicable.

(c) *the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.*

Not applicable.

3.6 *If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's security holdings*

Not applicable.

- 3.7 *If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement*

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104

Not applicable.

- 3.8 *If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding*

Not applicable.

4. Consideration Paid

- 4.1 *The value, in Canadian dollars, of any consideration paid or received per security and in total*

Jay exchanged 50 RSI Shares for 14,241,666 Common Shares. Maxime exchanged 50 RSI Shares for 14,000,000 Common Shares. Jason exchanged 50 RSI Shares for 16,231,667 Common Shares. As a condition to the completion of the Transaction, the assets of RSI were valued in the range of \$4.6 million, which works out to a value of approximately \$0.09 per Common Share or \$4.6 million in total.

- 4.2 *In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror*

Jay exchanged 50 RSI Shares for 14,241,666 Common Shares. Maxime exchanged 50 RSI Shares for 14,000,000 Common Shares. Jason exchanged 50 RSI Shares for 16,231,667 Common Shares. As a condition to the completion of the Transaction, the assets of RSI were valued in the range of \$4.6 million, which works out to a value of approximately \$0.09 per Common Share.

- 4.3 *If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition*

Pursuant to the Agreement, the Issuer has issued an aggregate of 44,473,333 Common Shares to the Acquirors in exchange for 100% of the issued and outstanding securities of RSI held by the Acquirors.

5. Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer

The Acquired Shares were issued to the Acquirors by the Issuer in exchange for 100% of the issued and outstanding securities of RSI held by the Acquirors.

Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) *The acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;*

The Acquirors have no present intention to acquire or dispose further securities of the Issuer although the Acquirors may in the future and in accordance with applicable securities laws, increase or decrease their respective investment in the Issuer by acquiring or disposing of other securities of the Issuer, through the market, privately or otherwise, depending on market conditions or any other relevant factors.

- (b) *a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;*

Not applicable.

- (c) *a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;*

Not applicable.

- (d) *a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;*

Not applicable.

- (e) *a material change in the present capitalization or dividend policy of the reporting issuer;*

Not applicable.

(f) *a material change in the reporting issuer's business or corporate structure;*

Not applicable.

(g) *a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;*

Not applicable.

(h) *a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;*

Not applicable.

(i) *the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;*

Not applicable.

(j) *a solicitation of proxies from securityholders; and*

Not applicable.

(k) *an action similar to any of those enumerated above.*

Not applicable.

6. Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included

The Issuer has paid a finder's fee of 2,825,000 Common Shares in respect of the Transaction to an arm's length party.

7. Change in Material Fact

Description of any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting

issuer's securities

Not applicable.

8. Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance

According to Section 2.16 of National Instrument 45-106, the prospectus requirement does not apply to a distribution of a security in connection with a take-over bid in a jurisdiction of Canada.

9. Certification

The Acquirors certify to the best of their knowledge, information and belief, that the statements made in this report are true and complete in every respect.

DATED this 14th day of March, 2018.

Per: (signed)
Name: Jay Ruckenstein

Per: (signed)
Name: Maxime Rochon

Per: (signed)
Name: Jason Collins