

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

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

APPX CRYPTO TECHNOLOGIES INC.  
Suite 310 – 221 West Esplanade  
North Vancouver, B.C. V7M 3J3

**Item 2. Date of Material Change**

October 22, 2018

October 31, 2018

**Item 3. News Release**

The Company disseminated a news release on Newswire on October 31, 2018.

**Item 4. Summary of Material Change**

The Company announced that its common shares will commence trading on the Canadian Securities Exchange under the symbol APPX on November 2, 2018.

The Company changed its name to APPx Group Holdings Inc. effective October 22, 2018. The Company's new CUSIP, which became effective on October 29, 2018, is 03836K109.

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

**5.1** A full description of the material change is contained in the attached news release dated October 31, 2018.

**5.2** 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**

Please contact Rahim Mohamed at (403) 605-9429.

**Item 9. Date of Report**

DATED October 31, 2018

**APPX CRYPTO TECHNOLOGIES INC.**

Suite 310 – 221 West Esplanade  
North Vancouver, B.C. V7M 3J3

**NEWS RELEASE**

**APPx Group Holdings, Inc. Announces Listing Date on CSE**

**Vancouver, British Columbia**--(October 31, 2018) (GLOBE NEWSWIRE)-- APPx Group Holdings, Inc. ("APPx", formerly "APPx Crypto Technologies Inc."), a FinTech incubator offering technology-based business solutions, is pleased to announce that it has obtained approval to list its common shares on the Canadian Securities Exchange ("CSE"). APPx's shares will commence trading on the CSE under the symbol "APPX" as of market open on November 2, 2018.

Since setting up our head office in Montreal, APPx has experienced a period of rapid growth. In the past five months we have increased our in-house blockchain development team, obtained international trademarks for our brands, purchased 300 ASIC miners directly from Bitmain, fostered working relationships with regulators and government agencies, and created brand awareness through attended and sponsored industry events.

Additionally, the development of CatchCoin™, APPx's augmented-reality advertising application for generating retail foot traffic, is on schedule. Our public website ([catchcoin.com](http://catchcoin.com)) has recently been launched as part of the push to onboard more partners for our CatchCoin™ pilot program, and we are completing work for the advancement and launch of other pilot products in crypto and FinTech.

The APPx team has been evaluating key companies for strategic partnerships and acquisitions as we look for new ways to bring innovation to different industries via blockchain technology. We are exploring blockchain solutions in the areas of financial compliance, processing and securitized tokens, as well as trust-critical supply chain management applications in areas such as agriculture and military. We are also aggressively pursuing relationships with technology companies that will enable us to have top-of-the-line network architecture, management, and secure data centers for their infrastructure.

"We are happy to have reached this corporate milestone," said Rahim Mohamed, Co-founder and CEO of APPx. "It's another step forward in the exciting endeavor we have taken on. In less than a year, our team has expanded, opened doors, and forged alliances with others in this growing industry. We look forward to sharing more details in the coming weeks."

Additional information about APPx may be found in its final prospectus dated October 10, 2018, which is available on APPx's profile at [www.sedar.com](http://www.sedar.com).

**ON BEHALF OF THE BOARD OF DIRECTORS**

**APPx GROUP HOLDINGS, INC.**

SIGNED: "*Rahim Mohamed*"

Rahim Mohamed, CEO

**About APPx Group Holdings, Inc.**

APPx Group Holdings is a fintech incubator that offers technology-based business solutions. Our growing partnership network allows us to service a wide range of markets: advertising, blockchain, crypto, FinTech, and telecommunications products and services.

With our strong reach, we're constantly adding to, and enhancing, our portfolio. We strive to be industry leaders, creating innovations engineered from the ground up by our diverse culture of talent. APPx Group delivers sustained value by strategically solving our customers' immediate and long-term needs, helping them reach their goals on a global scale.

Additional information about APPx Group and its projects can be found on the company's website at [www.appxgroup.com](http://www.appxgroup.com).

**For further information please contact:**

**Rahim Mohamed, CEO**

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(833) 777-APPX

**Jay Ruckenstein, President**

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(833) 777-APPX

**Forward-Looking Information**

This news release includes forward-looking information that is subject to risks and uncertainties. All statements within, other than statements of historical fact, are to be considered forward-looking. Although APPx believes the expectations expressed in such forward-looking information are based on reasonable assumptions, such information is not a guarantee of future performance and actual results or developments may differ materially from those contained in forward-looking information. These factors include, among others, the risks associated with the failure by the CSE to list APPx's shares or any complications arising therewith, and risks associated with the failure to execute any of APPx's current or anticipated projects or transactions. Although management of APPx has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements or forward-looking information, there may be other factors that cause results not to be anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated, estimated or intended. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information APPx does not assume any obligation to update any forward-looking information except as required under the applicable securities laws. Investors are cautioned not to put undue reliance on forward-looking statements due to the inherent uncertainty therein.

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