

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

Item 1: Name and Address of Company

HeyBryan Media Inc. (the "Issuer")
501-318 Homer Street
Vancouver, BC V6B 2V2

Item 2: Date of Material Change

March 26 and April 9, 2020.

Item 3: News Release

The March 26th news releases was disseminated through NewsFile, while the April 9th news release was disseminated through Stockwatch and Market News. Both were filed on SEDAR (www.sedar.com). Copies of the news releases are attached as Schedule "A" hereto.

Item 4: Summary of Material Change

On March 26, 2020, the Issuer removed its service fee on all pickup and delivery tasks and shifted its focus to get all HeyBryan experts to sign up for this category to help during this time of need. The Issuer also made substantial reductions in operating expenses due to COVID-19. On April 9, 2020, the Issuer announced it had closed two non-brokered private placements.

Item 5: Full Description of Material Change

Please see Schedule "A" attached hereto.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable

Item 7: Omitted Information

None

Item 8: Executive Officer

Lance Montgomery, President & CEO
Phone: 778-928-7708
Email: lance@heybryan.com

Item 9: Date of Report

April 14, 2020

SCHEDULE "A"

HeyBryan to Provide Affordable Pickup and Delivery Services Amidst COVID-19 Outbreak

Vancouver, British Columbia – March 26, 2020: HEYBRYAN MEDIA INC. ([CSE:HEY](#)) ([OTCQB:HEYBF](#)) ([FSE:9HB](#)) ("HeyBryan" or the "Company"), the creator of the HeyBryan app that connects home-maintenance Experts to consumers for help with small tasks around the home, is announcing that the company has removed its service fee on all pickup and delivery tasks moving forward and shifted its focus to get all HeyBryan experts to sign up for this category to help during this time of need.

With the novel coronavirus (COVID-19) outbreak keeping people at home across Canada, there is major demand resulting in long wait times for online retailers and other delivery services and the company saw an opportunity to help those in need and in our communities in general.

Lance Montgomery, CEO of HeyBryan, says: "As the situation continues to evolve, we recognize the growing need for affordable pickup and delivery services - particularly for the elderly, more vulnerable or anyone else unable to get the essential supplies they need. Because no cash changes hands with HeyBryan and all payments happen in-app, social distancing can be easily adhered to."

Home maintenance experts on the app are also now signing up to make themselves available to provide pickup and delivery services. All HeyBryan delivery experts are required to follow the following health and safety practices:

- Properly and frequently washing their hands
- Using hand sanitizer and disinfecting wipes in their vehicle
- Wearing gloves
- Declining or cancelling tasks if they are feeling unwell
- Avoiding direct contact with customers
- Leaving packages only where instructed

HeyBryan is free to download and is available on both [Apple](#) and [Android](#) devices.

Internally, the Company is focused on the safety and comfort of staff and has advised existing staff to work remotely effective, March 12th, 2020. Since inception, HeyBryan has been set up to run operations effectively with remote teams, leveraging a variety of electronic communications and platforms.

HeyBryan would also like to update stakeholders on the impact that COVID-19 is having on operations. Life in Canada has been materially impacted by COVID-19, across the country and throughout all aspects of daily life. While HeyBryan continues to operate during this period of crisis, the safety and security of our customers and experts is of prime importance. To this end,

the Company has advised both experts and customers to cancel existing appointments should they feel unwell or would if they would prefer to avoid contact with non-family members or others outside their household. Internally, the Company is focused on the safety and comfort of staff and advised existing staff to work from home, leveraging a variety of electronic communications.

The Company recognizes that COVID-19 is having, and will likely continue to have an impact on daily life in Canada, and in particular on the financial markets. In order to address the significant uncertainty created by the disruptions seen to date, the Company has made the difficult but necessary decision to make substantial reductions in operating expenses. These cuts include curtailing certain marketing and technology costs, and also laying off 50% of the company's employees. The Company will continue to operate with only essential staff and is hopeful that the laid-off staff will be recalled to work as soon as some predictability returns to the Canadian economy in general.

Lance Montgomery, CEO, commented, "The safety of our customers, experts and staff is first and foremost in our minds. We, along with many other businesses, are facing unprecedented challenges in our operating environment and in capital markets. As COVID-19 spread around the world, our management team began to plan for the disruption that this virus seemed likely to bring, and we have now implemented those plans fully. We plan to continue to support our customers, experts and staff through this difficult time."

The Company continues to follow the current developments and will provide further communications should either operations or the economic environment change materially.

About HeyBryan Media Inc.:

HeyBryan Media (CSE: HEY) is a peer-to-peer marketplace app offering a friendly and seamless way for customers to connect with trusted and vetted Experts for everyday home-maintenance needs. Founded in 2018, the app is named after Canadian HGTV personality and one of the country's most trusted contractors, Bryan Baeumler.

Payments are processed through the HeyBryan app, eliminating the need for any in-person money exchange. Every Expert is background checked and credit checked to ensure a safe and secure experience for consumers. Typical tasks booked include handyman services, mounting or installation, furniture assembly, plumbing, painting, cleaning, lawn and yard maintenance, and more. HeyBryan accommodates busy schedules by allowing the independent workforce and consumers to communicate and work together. It's about real experts doing real work for real people.

Investor Relations Contacts:

[Lance Montgomery, President & CEO](#)

778-928-7708

lance@heybryan.com

The Canadian Securities Exchange has not reviewed, approved or disapproved the contents of this news release.

Cautionary Statement Regarding Forward-Looking Statements

This press release includes forward-looking information and statements (collectively, “forward-looking statements”) under applicable Canadian securities legislation. Forward-looking statements are necessarily based upon a number of estimates, forecasts, beliefs and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Such risks, uncertainties and factors include, but are not limited to: risks related to the development, testing, licensing, intellectual property protection, and sale of, and demand for, the HeyBryan App and the services offered thereby, general business, economic, competitive, political and social uncertainties, delay or failure to receive board or regulatory approvals where applicable, and the state of the capital markets. HeyBryan cautions readers not to place undue reliance on forward-looking statements provided by HeyBryan, as such forward-looking statements are not a guarantee of future results or performance and actual results may differ materially. The forward-looking statements contained in this press release are made as of the date of this press release, and HeyBryan expressly disclaims any obligation to update or alter statements containing any forward-looking information, or the factors or assumptions underlying them, whether as a result of new information, future events or otherwise, except as required by law.

HeyBryan Announces Closing of Two Private Placements

April 9, 2020 – Vancouver, BC: HeyBryan Media Inc. (CSE:HEY) (OTCQB:HEYBF) (“HeyBryan” or the “Company”), the creator of the HeyBryan app that connects home-maintenance Experts to homeowners for help with small tasks around the home, announces that it has closed two non-brokered private placements.

In connection with the first closing, the Company sold an aggregate of 3,827,900 units (each, a **“Tranche One Unit”**) at a price of \$0.085 per Unit, for gross proceeds of \$325,371, which included \$48,621 of debt conversion for net cash proceeds of \$276,750. Each Tranche One Unit consists of one common share of the Company (each, a **“Share”**) and one share purchase warrant (each, a **“Tranche One Warrant”**). Each Tranche One Warrant is exercisable into one additional Share at a price of \$0.12 per Share until February 26, 2022.

In connection with the second closing, the Company sold an aggregate of 10,249, 586 units (each, a **“Tranche Two Unit”**) at a price of \$0.05 per Tranche Two Unit, for gross proceeds of \$512,479, which included a debt conversion of \$262,500 for net cash proceeds of \$249,979, less the finder’s fee described below. Each Tranche Two Unit consists of one Share and one share purchase warrant (each, a **“Tranche Two Warrant”**). Each Tranche Two Warrant is exercisable into one additional Share at a price of \$0.075 per Share until March 31, 2022. A finders’ fee of \$16,498 and 329,959 broker warrants (the **“Broker Warrants”**) was paid in connection with this financing. The Broker Warrants have the same terms as the Tranche Two Warrants.

Proceeds from both financings will be used for general working capital.

The securities issued under both financings, and the Shares that may be issuable on exercise of the Warrants, are subject to a statutory four-month and one-day hold period.

ON BEHALF OF HEYBRYAN MEDIA INC.

Lance Montgomery
CEO, President & Director

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This news release is not an offer of securities for sale in the United States. Securities may not be offered or sold in the United States or to or for the account or benefit of U.S. persons (as such terms are defined in Regulation S under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”)), absent registration or an exemption from registration. The securities offered have not been and will not be registered under the U.S. Securities Act or any state securities laws and, therefore, may not be offered for sale in the United States, except in transactions exempt from registration under the U.S. Securities Act and applicable state securities laws. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any state in which such offer, solicitation or sale would be unlawful.