

**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**

April 16 and April 24, 2020.

**Item 3: News Release**

The April 16<sup>th</sup> news release was issued and disseminated through NewsFile. The April 24<sup>th</sup> news release was issued and disseminated through Stockwatch and Market News. Both news releases were filed on SEDAR ([www.sedar.com](http://www.sedar.com)). A copy of the news releases is attached as Schedule “A” hereto.

**Item 4: Summary of Material Change**

On April 16, 2020, the Issuer announced details around its new on demand gig insurance solution, available soon for all of the Issuer’s experts, in partnership with digital insurance brand Duuo (The Co-operators Group Limited). On April 24, 2020, the Issuer announced that due to logistical issues and delays caused by the COVID-19 virus, it is relying on the exemption provided in British Columbia Instrument 51-515 *Temporary Exemption from Certain Corporate Finance Requirements* (and similar exemptions provided by other Canadian securities regulators) (the “**British Columbia Instrument**”) to postpone the filing of the Issuer’s audited financial statements and management discussion and analysis for the twelve-month period ended December 31, 2019.

**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](mailto:lance@heybryan.com)

**Item 9: Date of Report**

April 24, 2020

## **SCHEDULE "A"**

### **HeyBryan & Duuo Announce Launch Plans for Duuo Gig Insurance - the First On Demand Gig Economy Insurance Solution in Canada**

Vancouver, British Columbia-- (Newsfile Corp. - April 16, 2020) - [HEYBRYAN MEDIA INC.](#) (CSE: HEY) (OTCQB: HEYBF) (FSE: 9HB) ("HeyBryan" or the "Company"), the creator of the HeyBryan app that connects consumers with home maintenance experts to complete small tasks around the house, is pleased to announce details around its new on demand gig insurance solution, available soon for all HeyBryan experts, in partnership with digital insurance brand Duuo (The Co-operators Group Limited). The new insurance solution - branded Duuo Gig Insurance - will be a first of its kind in the Canadian gig economy.

Duuo Gig Insurance has been exclusively designed to meet the unique needs of HeyBryan experts across the GTA, BC's Lower Mainland, the City of Calgary, as well as future locations where HeyBryan is active. All HeyBryan experts will be able to purchase Duuo Gig Insurance in just a couple of minutes on their mobile device through the HeyBryan platform. The cost for the majority of HeyBryan's 20 task categories range around \$5-7 per day, providing \$2,000,000 in liability protection.

This service will eliminate the lengthy and antiquated insurance purchase path. Policy information, contact information and activation of the policy are all easily accessible via the mobile device and increasing ease at the touch of button. And it will give customers the peace-of-mind knowing that their HeyBryan expert is fully insured for all work performed.

"We're thrilled to be the first mobile marketplace app to be offering a targeted, on demand gig economy-focused insurance solution with our partner Duuo," says Lance Montgomery, CEO of HeyBryan. "Whether an expert is performing one or four tasks in a given day, an expert will have peace of mind knowing he has full insurance coverage for all their HeyBryan gigs, and customers will have comfort in knowing their expert is fully insured for all work performed at their home" he adds.

“Our mission at Duuo is to provide our clients with innovative insurance on their terms,” says Robin Shufelt, Managing Director of Duuo. “That’s why we’re so excited to offer HeyBryan experts a solution designed to meet the emerging needs of gig workers.”

Duuo Gig insurance will be available to all HeyBryan experts Q3 2020.

ON BEHALF OF HEYBRYAN MEDIA INC.

Lance Montgomery

CEO, President & Director

**About Duuo:**

Duuo was created by The Co-operators, a proudly Canadian insurance company founded in 1945 by a small group of farmers and social pioneers who felt traditional insurance didn't meet their unique needs. Duuo is the 21st century version of this mindset. Launched in late 2018, Duuo is committed to creating new, on-demand solutions to meet the ever-changing needs of Canadians living and working in a highly innovative and fast-paced digital economy.

For more information, visit [www.duuo.ca](http://www.duuo.ca) or contact [pr@duuo.ca](mailto:pr@duuo.ca)

**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.

# HeyBryan to Postpone Reporting Annual Financial Results Due to COVID-19 Related Delays

Vancouver, British Columbia – April 24, 2020: HEYBRYAN MEDIA INC. (CSE: HEY) (“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, announced today that due to logistical issues and delays caused by the COVID-19 virus, it is relying on the exemption provided in British Columbia Instrument 51-515 *Temporary Exemption from Certain Corporate Finance Requirements* (and similar exemptions provided by other Canadian securities regulators) (the “**British Columbia Instrument**”) to postpone the filing of the following continuous disclosure documents (collectively, the “**Documents**”):

- the Company’s audited annual financial statements for the twelve-month period ended December 31, 2019 and related certifications; and
- the Company’s management discussion and analysis for the twelve-month period ended December 31, 2019.

The British Columbia Instrument provides the Company with an additional 45 days from the deadline otherwise applicable under British Columbia securities laws to make the filing. Until the Company has filed the Documents, members of the Company’s management and other insiders are subject to a trading blackout reflecting the principles contained in section 9 of National Policy 11-207 *Failure to File Cease Trade Orders and Revocations in Multiple Jurisdictions* such that they are in a blackout period until the end of the second trading day after the Documents have been disclosed by way of a news release.

At this time, the Company expects to file the Documents within 45 days.

Recent global events pertaining to COVID-19 have impacted the Company, its employees and its directors’ ability to rely on timely information in relation to its financial reporting obligations, to meet to approve its financial statements and management discussion and analysis and meet with its auditors. As always, ensuring a safe and healthy working environment for our employees, customers and Experts remains a primary focus for HeyBryan and we continue to promote precautionary health and safety measures for all three of these groups.

There have been no material business developments since the filing of the Company’s unaudited interim financial statements and associated management’s discussion and analysis

for the three and nine month periods ended September 30, 2019 that have not been otherwise disclosed by the Company by way of news release.

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### **Investor Relations Contacts:**

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*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.*