

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

Item 1: Name and Address of Company

HeyBryan Media Inc. (the "Issuer")
3363 Mathers Avenue
West Vancouver, BC V7V 2K6

Item 2: Date of Material Change

November 9, 2020 and November 10, 2020

Item 3: News Release

A news release was issued and disseminated on November 10, 2020 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change

On November 9, 2020, Lance Montgomery resigned as President, CEO, and a Director. Additionally, Rita Theil, Liane Hathaway, and Michael Stulp resigned from the Board of Directors. Blair Jordan also resigned as Chief Financial Officer of the Issuer.

On November 9, 2020, the Issuer appointed William White to act as CEO and President. The Issuer appointed Daniel Kang and Angelo Rajasooriar to fill vacancies on the Board. Spiros Margaris continues to serve on the Board of Directors.

On November 10, 2020, the Issuer appointed William White to act as Interim CFO of the Issuer until such time as a permanent candidate is found.

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

William White, CEO, President, and Interim CFO
Telephone: 778.229.4781
Email: inquire@fasttask.ca

Item 9: Date of Report

November 20, 2020

SCHEDULE "A"

[inserted as the following pages]

Hey Bryan Media Announces Management and Director Changes

Vancouver, B.C. - November 10, 2020 - HeyBryan Media Inc. (CSE: HEY) (OTCQB:HEYBF) (FSE:9HB) (“HeyBryan” or the “Company”) is pleased to announce changes to management. On November 9, 2020 Lance Montgomery resigned as President and Chief Executive Officer and as a Director of the Company. Under Lance’s management, the Company was unsuccessful in developing the Company’s business sufficiently to attract financing. Lance has been replaced by the appointment of William White as Chief Executive Officer and President. The Company is pleased to announce the departure of directors Rita Theil, Liane Hathaway and Michael Stulp, who resigned after being unsuccessful in finding a suitable merger candidate. Daniel Kang and Angelo Rajasooria have been appointed to the Company’s Board of Directors to fill two of the vacancies.

Newly appointed director Daniel Kang, a resident of California, USA, has 8 years of experience as a professional in banking and compliance. He worked at Tricor Group from July 2012 to December 2016 where he helped American and European companies navigate through the corporate compliance and tax requirements of the Japanese system. At Tricor, he worked with clients from a wide range of industries, with notable clients including Uber, Mercedes Benz, BBC News and Tommy Bahama. Mr. Kang is a co-founder of Ocean Green Management, a California LLC focused on applying for Type 10 retail licenses across the State of California, where he worked from December 2016 to January 2020. Mr. Kang has a Bachelor of Arts from Haverford College and has completed the General Course at the London School of Economics.

Newly appointed director Angelo Rajasooria, a resident of Port Coquitlam, British Columbia, has a background and education in entrepreneurship and research. From 2016 - 2019 he was a co-founder and Director of Neil and Sons, handling distribution for Voortman Cookies to the grocery chain market in the Greater Vancouver area. His experience also includes working for three years as a Research Scientist in charge of organizing and analyzing data for clinical trials at the Downtown HIV Clinic and the BC Center for Children’s and Women’s Health. Mr. Rajasooria graduated from UBC with a Bachelors of Science in Cell Biology and Genetics.

William White, a resident of West Vancouver, British Columbia, is the newly appointed President and Chief Executive Officer of the Company. He has been a shareholder of the Company since prior to its initial public offering over one year ago and he currently holds 926,000 shares in the Company. Since 2018 Mr. White has been the CEO and President of Komo Plant-Based Foods Inc., a private company. He is also the founder of several junior gold exploration companies, and is the President and CEO of Lynx Gold Corp. which was recently acquired. From February 2017 - March 2018, Mr. White worked in his family’s home renovation business. From 2007 to 2017,

William worked in safety and logistics compliance and in human resources management in the long haul transport industry. His experience in the transport industry included recruitment and managing all U.S. Department of Transportation and Canadian National Safety Code ratings inclusive of accident investigations, implementing, monitoring, and managing safety programs, policies, and procedures. He has been an active investor in the capital markets for the past five years and has taken courses in Financing, Governance and Compliance for Public Companies at Simon Fraser University.

The Company is also pleased to announce the resignation of Blair Jordan from his part-time position as Chief Financial Officer. The Company is currently reviewing candidates to fill the role.

The current board of directors and management of the Company consists of Spiros Margaris, who has been an independent director of the Company since 2018, and newly appointed directors Daniel Kang and Angelo Rajasooria, and President and CEO, William White. Both newly appointed directors are independent, as that term is defined in *National Instrument 52-110*.

The Company is confident that the new board and management team will be more resourceful than the prior management team in developing value for the shareholders. As an initial task the Company's new management will look closely at the Company's existing debt and recent securities issuances, and will also examine recent operations and opportunities presented to the Company.

Investor Relations Contact:

William White, President & CEO

778-229-4781

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 risks related to the extent of the impact of the COVID-19 pandemic, including the duration, spread, severity, and any recurrence of the COVID-19 pandemic, the duration and scope of related government orders and restrictions, the impact on our employees, and the extent of the impact of the COVID-19 pandemic on capital markets and our ability to obtain financing. The Company cautions readers not to place undue reliance on forward-looking statements provided by the Company, 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 the Company 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.