

This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 51-102F3
(formerly Form 53-901F)

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

AMPD Ventures Inc.
Suite 2050, 1055 West Georgia St.
PO Box 11121, Royal Centre
Vancouver, BC V6E 3P3

Item 2. Date of Material Change

January 8, 2020

Item 3. Press Release

January 8, 2020 at Vancouver, BC Canada.

Item 4. Summary of Material Change

AMPD Ventures Inc. announces the appointment of Christene Best as Vice President of Sales, effective January 2nd, 2020.

Item 5. Full Description of Material Change

Please see attached press release.

Item 6. Reliance on Section 85(2) of the Act

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers/Directors

The following senior officers/directors of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Anthony Brown
CEO & Director
Suite 2050 – 1055 West Georgia St.
Vancouver, BC, V6E 3P3
(604) 684-2181

Ravinder Kang
Director
Suite 2050 – 1055 West Georgia St.
Vancouver, BC V6E 3P3
(604) 684-2181

Item 9. Statement of Senior Officer/Director

The foregoing accurately discloses the material change referred to herein.

Dated this 8th Day of January, 2020.

“Anthony Brown”

Anthony Brown
Name

CEO & Director
Position / Title

Vancouver, B.C.
Place of Declaration

AMPD VENTURES INC.

News Release

AMPD Hires Former Infobip, Klein Systems Group, and Xerox Exec Christene Best as Vice President of Sales

Vancouver, British Columbia – Wednesday, January 8, 2020 - AMPD Ventures Inc. (“AMPD” or the “Company”, CSE: AMPD; FRA: 2Q0) is pleased to announce the appointment of Christene “Chris” Best as Vice President of Sales, effective January 2nd, 2020.

Ms. Best was most recently Director of North American Sales at Infobip, a global mobile services cloud provider with offices in over 60 countries. Chris’ 20-year career in enterprise software and SaaS sales leadership also includes stints as Vice President of Sales & Marketing at Klein Systems Group, Vice President of Commercial Sales and Strategic Alliances at 1-800-GOT-JUNK?, Vice President of Sales, Marketing & Customer Service at Fincentric Corporation and Director of BC Sales Operations at Xerox Canada.

“We are thrilled that a technical sales executive of the calibre of Chris Best has joined AMPD. We look forward to her bringing her expertise in building successful sales teams and processes to the company. Chris will spearhead the expansion of our sales and sales engineering teams to cater to the potential demand for our high-performance cloud and compute offerings”, said Anthony Brown, CEO of AMPD.

About AMPD Ventures Inc.

AMPD specializes in providing high performance cloud and compute solutions for low latency applications, including video games and eSports, digital animation and visual effects, and big data collection, analysis and visualization.

ON BEHALF OF THE BOARD OF DIRECTORS

/s/ “*Anthony Brown*”

Anthony Brown
CEO and Director
info@ampd.tech | Tel: 604-332-3329

For further information, please contact:

Satnam Brar
Tel: 604-332-3329 ext. 3
satnam.brar@ampd.tech

The CSE does not accept responsibility for the adequacy or accuracy of this release.

Cautionary Statement

Certain statements made herein may contain forward-looking statements or information within the meaning of the applicable Canadian securities laws. Often, but not always, forward-looking statements and forward-looking information can be identified by the use of words such as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates”, or “believes” or the negatives thereof or variations of such words and phrases or statements that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. Forward-looking statements or information herein include, but are not limited, to statements or information with respect to, expansion of sales and sales engineering teams, and potential demand for our high-performance cloud and compute offerings.

Forward-looking statements and forward-looking information by their nature are based on assumptions and involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or information. We have made certain assumptions about the forward-looking statements and information, including the successful integration of Christene Best. Although our management believes that the assumptions made and the expectations represented by such statements or information are reasonable, there can be no assurance that the forward-looking statements or information will prove to be accurate. Furthermore, should one or more of the risks, uncertainties or other factors materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements or information. These risks, uncertainties and other factors include, among others, the successful integration of Christene Best; as well as those factors discussed in the section entitled “Risk Factors” in the Company’s Form 2A Listing Statement dated October 17, 2019 and “Risk and Uncertainties” in the Company’s most recent Management Discussion and Analysis filed on SEDAR.

There can be no assurance that forward-looking statements or information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, you should not place undue reliance on the forward-looking statements or information contained herein. Except as required by law, we do not expect to update forward-looking statements and information continually as conditions change and you are referred to the full discussion of the Company’s business contained in the Company’s reports filed with the securities regulatory authorities in Canada.

All forward looking statements and information contained in this News Release are qualified by this cautionary statement.

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