

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

**Item 1            Name and Address of Company**

Fundamental Applications Corp. (the “Company”)  
Suite 830, 1100 Melville Street  
Vancouver, BC  
Canada V6E 4A6

**Item 2            Date of Material Change**

February 8, 2017

**Item 3            News Release**

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated through the news dissemination services of Stockwatch and Baystreet on February 9, 2017.

**Item 4            Summary of Material Change**

The Company announced it intends to raise \$175,000 through a non-brokered private placement. Through this offering, the Company intends to issue 3,500,000 shares at a price of \$0.05 per share for gross proceeds of \$175,000. Proceeds from the private placement will be used for general working capital and corporate development purposes.

**Item 5            Full Description of Material Change**

**5.1                Full Description of Material Change**

Please see the press release attached as Schedule “A” for a full description of the material change.

**5.2                Disclosure for Restructuring Transactions**

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**

Bradley Moore  
Chief Executive Officer and Director  
Telephone: (514) 561-9091

**Item 9            Date of Report**

February 9, 2017

## SCHEDULE "A"

### FUNDAMENTAL APPLICATIONS CORP. ANNOUNCES PRIVATE PLACEMENT

Vancouver, British Columbia, Canada, February 8, 2017 - **Fundamental Applications Corp.** ("**Fundamental**") (CSE:FUN), a leading developer of innovative smartphone applications targeted toward millennials, announces that it intends to raise \$175,000 through a non-brokered private placement.

Through this offering, the Company intends to issue 3,500,000 shares at a price of \$0.05 per share for gross proceeds of \$175,000. Proceeds from the private placement will be used for general working capital and corporate development purposes.

"Fundamental is investigating significant opportunities between our growing Foro app user base and an explosive deregulation in the marijuana market," states CEO Brad Moore. "There is a clear synergy between providing our users access to safe and legal cannabis products and services through Foro-based technologies."

All securities issued in connection with the private placement will be subject to a hold period of four months plus a day from the date of issuance in accordance with applicable securities legislation.

#### About Fundamental

Fundamental Applications Corp. (CSE:FUN FSE:2FA, OTCQB: FUAPF) designs, develops, markets, and acquires innovative mobile applications targeted at the "Millennials" generation, people born in an age of digital technology, internet access, and smart phones. This demographic is an early adopter of mobile technology, has significant discretionary income, and is lifestyle driven with a willingness to try new things. Fundamental's three leading mobile platforms are Foro, a peer-to-peer mobile ecommerce marketplace; Truth, a one-to-one anonymous messaging app previously listed in the top 100 social networking apps in the Apple App Store; and Opinit, an app that enables users to socially share their favourite online sentiment driven content.

For more information about Fundamental, please visit [www.FunAppCorp.com](http://www.FunAppCorp.com), or review the Company's profiles on the SEDAR website ([www.sedar.com](http://www.sedar.com)) and the CSE website ([www.thecse.com](http://www.thecse.com)). To schedule an interview, please contact:

#### Bradley Moore

Chief Executive Officer

Telephone: 514.561.9091

Email: [bmoore@theforo.com](mailto:bmoore@theforo.com)

[www.FunAppCorp.com](http://www.FunAppCorp.com)

The CSE has not reviewed and does not accept responsibility for the adequacy and accuracy of this information. The Company has no intention or obligation to update or revise any forward-looking statements due to new information or events.

**Forward-Looking Information:**

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of Fundamental. Forward-looking information is based on certain key expectations and assumptions made by the management of Fundamental. Although Fundamental believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because Fundamental can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. Fundamental disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.