

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 *Name and Address of Company*

GeoNovus Media Corp. (the “**Issuer**”)
Suite 1240 – 789 West Pender Street
Vancouver, British Columbia V6C 1H2

Item 2 *Date of Material Change*

April 14, 2016

Item 3 *News Release*

A news release was issued and disseminated on April 14, 2016 and filed with SEDAR and the Canadian Securities Exchange.

Item 4 *Summary of Material Change*

On April 14, 2016, the Issuer completed a conversion of \$589,423.65 of indebtedness (the “**Debt Conversion**”) into 11,788,473 common shares of the Issuer at a conversion price of \$0.05 per common share. The Issuer also issued 532,196 common shares of the Issuer to its senior strategic advisor, McMillan Strategies, for services rendered in connection with the Debt Conversion.

Item 5 *Full Description of Material Change*

Please see news release attached as Schedule “A”.

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

Not applicable.

Item 7 *Omitted Information*

No information has been omitted on the basis that it is confidential information.

Item 8 *Executive Officer*

Joseph Wowk, Director
T: 778-892-9695
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Item 9 *Date of Report*

April 14, 2016

Schedule "A"



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**GEONOVUS CONVERTS \$589,423.65 OF
OUTSTANDING DEBT INTO SHARES**

April 14, 2016, VANCOUVER, B.C. – GEONOVUS MEDIA CORP. (GNM:CSE) (GMINF:USA) (“GeoNovus” or the “Company”) is pleased to announce that it has entered into a series of debt conversion agreements with creditors in order to settle \$589,423.65 in outstanding debt through the issuance of 11,788,473 GeoNovus common shares at a deemed price of \$0.05 per common share (the “**Debt Conversion**”). As part of the Debt Conversion, GeoNovus issued 3,773,743 common shares to directors and senior officers of the Company.

Interim CEO Colin Wiebe states that “in completing the Debt Conversion, management has now successfully resolved significant third party debt which has been casting a shadow over the future prospects of the Company. With these encumbrances now removed, the Company is now clear to move forward in executing its new corporate strategy. GeoNovus thanks all of its creditors and shareholders for their ongoing patience and support.”

McMillan Strategies, Senior Strategic Advisor to GeoNovus, received 532,196 common shares for services rendered to GeoNovus in connection with the Debt Conversion.

The shares issued in the Debt Conversion are subject to hold periods in accordance with applicable securities laws.

About GeoNovus

GeoNovus is a diversified digital media production company, focused on developing high impact film, entertainment, and virtual reality products in collaboration with its growing network of sophisticated film industry partners and shareholders.

For more information or to explore working with us, please contact us at 778.892.9695, email info@geonovusmedia.com or visit www.geonovusmedia.com.

ON BEHALF OF THE BOARD

Colin Wiebe, CEO

CONTACT INFORMATION

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The Canadian Securities Exchange has neither approved nor disapproved the contents of this press release. This press release may include 'forward-looking information' within the meaning of Canadian securities legislation, concerning the business of GeoNovus. The forward looking information is based on certain key expectations and assumptions made by GeoNovus' management. Although GeoNovus 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 GeoNovus can give no assurance that it will prove to be correct. These forward-looking statements are made as of the date of this press release, and GeoNovus 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.