

FORM 51-102F3

MATERIAL CHANGE REPORT

**Item 1. Name and Address of Company**

PUDO Inc. ("**PUDO**" or the "**Company**")  
400 Brunel Road  
Mississauga, ON L4Z 2C2

**Item 2. Date of Material Change**

July 14, 2015

**Item 3. News Release**

News release disseminated on July 27, 2015 via a Canadian news wire service and filed on SEDAR.

**Item 4. Summary of Material Change**

The Company announced the completion of a consolidation of shares, name change, asset sale and share exchange.

**Item 5. Full Description of Material Change**

The Company announced that, further to its press release of July 3, 2015, the Company has completed its previously announced Asset Sale, Consolidation, Name Change and Share Exchange (each as defined below).

The Asset Sale, Consolidation and Name Change were each conditions of the share exchange agreement (the "**Share Exchange Agreement**") entered into between the Company and My Courier Depot Inc., an Ontario-based courier services company ("**MCD**") effective March 18, 2015. The Company and MCD entered into the Share Exchange Agreement pursuant to which the Company has acquired all of the issued and outstanding securities of MCD (the "**Share Exchange**").

Pursuant to the Share Exchange Agreement, the Company acquired all of the issued and outstanding shares of MCD ("**MCD Shares**") on the basis of 8,333.33 Post-Consolidation PUDO Shares (as defined below) of the Company for every one (1) MCD Share. Effective July 14, 2015, the Company issued an aggregate of 10,316,797 Post-Consolidation PUDO Shares to former shareholders of MCD. The Share Exchange resulted in the former shareholders of MCD owning approximately 71.18% of the issued and outstanding shares of PUDO.

As conditions precedent to the completion of the Share Exchange, effective July 13, 2015 the Company completed (i) the consolidation of the issued and

outstanding common shares of the Company on the basis of one (1) post-consolidation common share ("**Post-Consolidation PUDO Shares**") for each twenty (20) pre-consolidation common shares (the "**Consolidation**") and (ii) the change of the Company's name to "PUDO Inc." (the "**Name Change**"). Effective July 14, 2015, the Company completed the sale of all of its remaining mining claims to an arm's length third party for aggregate gross proceeds of \$110,000 (the "**Asset Sale**"). The proceeds of the Asset Sale were used by the Company to settle certain outstanding debts of the Company.

The Company received approval for the listing (the "**Listing**") of all of its issued and outstanding securities on the Canadian Securities Exchange (the "**CSE**") and the Company's securities began trading on the CSE on July 28, 2015 under the stock symbol "PDO".

Also effective July 14, 2015, two of the Company's former directors, Paul Sarjeant and Peter Born, resigned from the board of directors (the "**Board**") of the Company. Effective July 14, 2015 the Board is comprised of Richard Cooper, Tom Bijou, Howard Westerman, Kurtis Arnold and Ian A. McDougall, each as elected by the shareholders of Grandview at the annual and special meeting of the Company held on April 14, 2015 (the "**Meeting**") and all as further disclosed in the Company's management information circular dated March 18, 2015 and filed under the Company's issuer profile on [www.SEDAR.com](http://www.SEDAR.com).

Also effective upon completion of the Share Exchange, Paul Sarjeant resigned as President and Chief Executive Officer of the Company. Frank Coccia was appointed as the new Chief Executive Officer of the Company, and Jing Peng was appointed as the Company's Chief Financial Officer.

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

Not Applicable.

**Item 7. Omitted Information**

No information has been omitted from this Material Change Report.

**Item 8. Senior Officer**

The following senior officer of the Company is knowledgeable about the material change and the Material Change Report, and may be contacted by the Commission as follows:

Frank Coccia, Chief Executive Officer  
Telephone: 844-300-8533

**Item 9. Date of Report**

July 31, 2015.