

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

Item 1. Name and Address of Reporting Issuer

ParcelPal Technology Inc. (the “**Company**”)  
Suite 911, 850 West Hastings St.  
Vancouver, British Columbia, V6C 1E1

Item 2. Date of Material Change

July 15, 2016

Item 3. News Release

A news release was disseminated on July 18, 2016 through Stockwatch and subsequently filed on SEDAR.

Item 4. Summary of Material Changes

The Company announced that it had completed its non-brokered private placement, as announced on May 25, 2016 (the “**Private Placement**”). The previously announced \$210,000 Private Placement was oversubscribed and the Company raised total gross proceeds of \$234,999.87 through the issuance of 1,119,047 units (the “**Units**”) at a price of \$0.21 per Unit. Each Unit consists of one common share and one-half of one common share purchase warrant, with each warrant (a “**Warrant**”) entitling the holder to purchase one additional common share of the Company at a price of \$0.30 for a period of 18 months from closing. In connection with the Private Placement, the Company has also paid a cash finders’ fee of \$12,600 and issued 75,000 warrants to certain finders (the “**Finders’ Warrants**”). The Finders’ Warrants have the same terms as the Warrants.

Item 5. Full Description of Material Change

The Company announced that it had completed its Private Placement. The previously announced \$210,000 Private Placement was oversubscribed and the Company raised total gross proceeds of \$234,999.87 through the issuance of 1,119,047 Units at a price of \$0.21 per Unit. Each Unit consists of one common share and one-half of one Warrant, with each whole Warrant entitling the holder to purchase one additional common share of the Company at a price of \$0.30 for a period of 18 months from closing. In connection with the Private Placement, the Company paid a cash commission of \$12,600 and issued 75,000 warrants to certain finders (the “**Finders’ Warrants**”). The Finders’ Warrants have the same terms as the Warrants. All securities issued in the Private Placement are subject to a statutory four month hold period. The Company will use the net proceeds from the Private Placement for general working capital purposes.

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

For further information, please contact Jason Moreau, President and Chief Executive Officer, 604-401-8700.

Item 9. Date of Report

July 18, 2016