

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

PUF Ventures Inc. (the “Company”)
#804-750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

August 15, 2016.

Item 3: News Release

A news release was issued and disseminated on August 17, 2016 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that it has completed a non-brokered private placement of 4,062,000 units issued at a price of \$0.05 per unit, raising gross proceeds of \$203,100.

Item 5: Full Description of Material Change

The Company announced that it has completed a non-brokered private placement of 4,062,000 units issued at a price of \$0.05 per unit, raising gross proceeds of \$203,100.

Each unit will consist of one common share and one transferable common share purchase warrant, each warrant entitling the holder to acquire one additional common share of the Company at a price of \$0.075 per common share for two years from the date of issuance.

The Company paid finder’s fees of 6% cash and 6% finder’s warrants to Echelon Wealth Partners Inc., and 2063843 Ontario Limited, 1.5% cash and 8% finder’s warrants to PI Financial Corp. and 6% finder’s warrants to Clairewood Partners Inc. The finder’s warrants were issued on the same terms as the unit warrants.

The net proceeds of the private placement will be used for completion of the Company’s AAA Heidelberg MMPR license application, expansion of the VapeTronix 1313 brand of electronic cigarettes and associated technologies, and for general working capital.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

Derek Ivany
President & CEO
T: 647.241.4767
E: derek.ivany@gmail.com

Item 9: Date of Report

August 17, 2016.