

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Reporting Issuer**

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

**Item 2: Date of Material Change**

September 12, 2017.

**Item 3: News Release**

The news release was issued and disseminated on September 12, 2017 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Item 4: Summary of Material Changes**

The Company announced that subject to the approval by the Supreme Court of British Columbia and by PUF shareholders at the annual general and special meeting to be held on Friday, November 24, 2017 (the “**Meeting**”), Vapetronix Holdings Inc. (“**Spinco**”) has filed the necessary documents changing the corporate name to Weed Points Loyalty Inc.

The Company also announced the Weed Points Loyalty Inc. executive team.

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

The Company announced that subject to the approval by the Supreme Court of British Columbia and by PUF shareholders at the Meeting to be held on Friday, November 24, 2017 Spinco has filed the necessary documents changing the corporate name to Weed Points Loyalty Inc. The name change is necessary due to the renewed business focus on serving the burgeoning community of authorized, licensed producers of medical and recreational cannabis, associated patients, as well as future consumers of cannabis products.

Weed Points Loyalty Inc. endeavors to serve as the first loyalty program that targets the emerging cannabis market by leveraging the use of technology and expertise of its management team to create a platform that will allow producers, patients, and consumers to interact and define the future face of cannabis commerce. With a recreational cannabis market predicted to reach \$4.9-\$8.7 billion dollars (Deloitte, 2016), Weed Points Loyalty Inc. will engage licensed producers and ACMPR applicants in order to ensure that industry participants are prepared for the future demands of patients and consumers. By establishing a key technological presence between producers and consumers, Weed Points Loyalty Inc. will become the go-to platform that provides accurate and up-to-date information about the array of products available, real-time delivery tracking, consumer reviews of available product, and continue to evolve to suit the needs of the marketplace. Weed Points Loyalty Inc. will become the premier source for company-specific cannabis-related information, educating patients and consumers, and connecting them with the licensed producers and specialized products being offered.

## Weed Points Loyalty Inc. Executive Team

Shawn Moniz, Chief Executive Officer of Weed Points Loyalty Inc.

Mr. Moniz has a track record of innovation and expertise in client management. Acting in the role of Director and Manager at a leading client relationship management firm, Mr. Moniz helped design and develop marketing solutions for many leading corporations. He is an expert facilitator of enhanced customer and brand relationships, created and supported through user experiences and marketing solutions. Mr. Moniz brings a wealth of corporate leadership experience and technological expertise that will enable Weed Points Loyalty Inc. to establish a dominant presence in the growing cannabis economy.

Steve Loutskou, Chief Strategy Officer of Weed Points Loyalty Inc.

Mr. Loutskou is a self-made, successful entrepreneur who acts as a consultant for domestic and international private and public companies. Mr. Loutskou also founded a number of companies including a leading consulting company, FourOneSix Inc, and a market pioneer, niche rental and property development company, Ridge Park Real Estate. Mr. Loutskou brings his own creative brand of management to every project, extending the possibilities, growth prospects of each proposition, ensuring successful innovation and evolution to match market demands. Mr. Loutskou's sense of strategic implementation and creative problem solving will allow Weed Points Loyalty Inc. to establish a solid foundation for future growth and market leadership.

Christopher P. Cherry, Chief Financial Officer of Weed Points Loyalty Inc.

Mr. Cherry has over 14 years of corporate accounting and audit experience. Mr. Cherry has extensive corporate experience and has held senior-level positions for several public mining companies, including director, chief financial officer and secretary. Mr. Cherry has been a chartered accountant since February, 2009, and a certified general accountant since 2004. He held positions with KPMG and Davidson and Co. LLP in Vancouver, B.C., where he gained experience as an auditor for junior public companies and as an initial public offering specialist.

Edmund Obasi, Special Advisor

Mr. Obasi has directly advised numerous public companies in business financing and private placements; including marijuana, internet and e-commerce related investments. Mr. Obasi is currently serving as the Chief Executive Officer, Chief Investment Officer and Director of Obasi Investment Limited, a private investment company registered in Alberta. Mr. Obasi is also currently serving as a strategic advisor for Easy Technology and Alliance Growers Corporation, a Canadian listed globally diversified cannabis company developing a botany center in British Columbia.

### **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:

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### **Item 9: Date of Report**

September 15, 2017.