

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Totally Hip Technologies Inc. (the “Company”)
702 – 889 West Pender Street
Vancouver, BC V6C 3B2

Item 2. Date of Material Change

August 18, 2017.

Item 3. News Release

News release was disseminated on August 18, 2017 via Canada Stockwatch and Market News, and subsequently filed, via SEDAR, with the British Columbia Securities Commission and Alberta Securities Commission.

Item 4. Summary of Material Change

James Boyce and Boris Molak have resigned as directors of the Company to pursuant other business interests. Mr. Boyce will remain chief financial officer of the Company.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

James Boyce and Boris Molak have resigned as directors of the Company to pursuant other business interests. Mr. Boyce will remain chief financial officer of the Company. The Company thanks Messrs. Boyce and Molak for serving as a director of the Company.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

The Company is not relying on subsection 7.1(2) of National Instrument 51-102.

Item 7. Omitted Information

There is no omitted information.

Item 8. Executive Officer

For further information, please contact:

Anthony J. Beruschi, President & CEO – Tel. 604.683.3288.

Item 9. Date of Report

August 18, 2017.