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

February 20, 2018.

Item 3. News Release

News release was disseminated on February 20, 2018 via Canada Stockwatch and Market News, and filed, via SEDAR, with the British Columbia Securities Commission and Alberta Securities Commission.

Item 4. Summary of Material Change

The Company announces the grant of stock options.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company has granted Incentive Stock Options on 8,500,000 shares of Totally Hip’s capital stock to directors, employees and consultants exercisable up to five (5) years at a price of $0.16 per share which price is not lower than the last closing price of Totally Hip’s shares prior to this announcement less the applicable discount.

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:

James Boyce, CFO – Tel. 604.683.3288.

Item 9. Date of Report

February 21, 2018.