

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

CUV VENTURES CORP.

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Item 2. Date of Material Change

April 13, 2018

Item 3. News Release

A news release was issued throughout Canada by wire service on **April 13, 2018** and filed on SEDAR on that same day.

Item 4. Summary of Material Change

Director attends Barcelona E-Fintech Show.

Item 5. Full Description of Material Change

See “Schedule A”

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

N/A

Item 7. Omitted Information

None.

Item 8. Executive Officer

Steve Marshall, CEO

Phone: (604) 687-3376

Item 9. Date of Report

April 13, 2018

Schedule A



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NEWS RELEASE

April 13th, 2018

**CUV Ventures Corp. Director Attends International E-Fintech Show Barcelona With
RevoluPAY Banking and Load Partners**

Vancouver, BC – CUV Ventures Corp. (TSX-V: [CUV](#)) (the “Company”) is pleased to inform that, Company Director, Alfredo Manresa, attended the [E-FintechShow](#) in Barcelona. Mr. Manresa presented the pre-public release of RevoluPAY to both current and future banking partners and, explored further corporate synergies for the ground-breaking, blockchain based, RevoluPAY, remittance and payment, Apple and Android app.

To see the full version of the news release with pictures, [click here](#).

E-FintechShow Barcelona – 11 to 12 April 2018

eFintech is an exclusive event for technology executives of banking, finance, press, venture capital, analysts, bloggers, and entrepreneurs. More than 30% are European, with the remainder being North American, Latin American and Asian executives.

E-FintechShow Barcelona was the pre-launch venue for RevoluPAY, with personalized meetings and live RevoluPAY app presentations to:

- BANKIA (Banking Partner)
- EASY PAYMENT EP
- N26 BANK
- MOMO POCKET
- IBM.

RevoluPAY is in the final phases of completion and, a final beta 3, pre-public version, will be revealed to shareholders within 14 days.

Meeting at Amadeus Headquarters Madrid 6th April

Following the approval of the Amadeus XML wholesale GDS license, Alfredo Manresa and, the company's Chief software engineer, Ahmed Rodriguez, met with the senior technical team at Amadeus Headquarters in Madrid to finalize the roll-out chronology of the RevoluVIP members only Travel Club. Based upon the most recent time-line, the company expects the main worldwide RevoluVIP.com website to be active and, 10 of the 134 country specific WebPages to be concluded and operational by, 30th June 2018. Club members will be able to book worldwide travel services from the main RevoluVIP.com website at launch. However, country specific websites, offering incremented national offers will follow, in groups of 10 per month. The initial 10 being:

1. AmericaVIP.com
2. CanadaVIP.com
3. China-VIP.com
4. France-VIP.com
5. Mexico-VIP.com
6. SwitzerlandVIP.com
7. JapanVIP.com
8. AustraliaVIP.com
9. DominicanRepublicVIP.com
10. MonacoVIP.com

Note - The aforementioned legacy websites will be completely modified and redesigned for the RevoluVIP platform.

RevoluVIP promises to be the world's first members only travel club, providing Diamond members with the absolute and guaranteed lowest prices, at or close to net rates, for worldwide travel services, payable exclusively through the RevoluPAY app. Diamond members will pay \$249 annually for VIP Travel Club access and will be able to "Look and Book" worldwide travel services, as they do today on similar multinational online booking platforms but, at dramatically reduced rates. The company is aiming for 1 million members by Jan 2020. Revenue from membership dues, allied to principal based travel related sales, should dramatically increase the company's revenue, upon the successful launch of RevoluVIP.

CUV Management to attend B-Travel Conference in Europe

CUV Management and the internal software engineer team will attend the **B-Travel International Travel Trade** fair from 20 to 22 April in Barcelona Spain. Management will reveal RevoluVIP at the event and, seek further supplier partners, of specialized travel services, to add to the XML based travel offerings from its GDS partners.

Revolupay Europe EDE

As previously announced on March 12th, 2018, the company is in the final stages of incorporating RevoluPAY Europe EDE. The final notarized powers of attorney required to authorize Mr. Manresa to complete the incorporation process and submit the application for the EDE (electronic money institution) European banking License is currently at the Spanish Consulate in Toronto and, should be in his possession by the end of the month. Upon receipt of the POA, Mr. Manresa will merely finalize the incorporation and license application which was initiated in January this year. Shareholders should note that the statutory 3 month approval period for the EDE license will NOT impede the RevoluPAY launch, as the company has already obtained an interim third-party banking license, the contract for which will be signed upon the receipt of the POA and, the partner information released to shareholders upon signing.

RevoluFIN financing platform

The company has experienced a significant response to the launch of the RevoluFIN lending and factoring platform. The loan approval committee is now studying over 20 separate factoring loans.

Worldwide Licensing Agreements for RevoluPAY

The company retained Mc Millan Law in Vancouver Canada to redact the final RevoluPAY licensing (franchise) contract. The meeting to approve final licensing draft agreement was held on March 27th in Vancouver. Mc Millan has informed corporate counsel that the final version of the contract will be provided no later than Monday, April 16th. The company

hopes to sign agreements with international, country based, remittance disbursement licensees under a master license, per country, scenario. Initial target countries are the Dominican Republic and Mexico. Other Caribbean disbursements will be handled seamlessly by CUV equity partner Duales Inc., negating the need for licensees in those nations.

About CUV Ventures Corp.:

CUV Ventures Corp. is a multi-asset, multidivisional publicly traded Canadian company deploying advanced technologies in the; Online Travel, Vacation Resort, Mobile Apps, Money Remittance, Invoice factoring, Crypto Mining, Blockchain Systems, and Cryptotoken sectors.

Our flagship technology is RevoluPAY®, the Apple, and Android multinational remittance app, powered by blockchain protocols, and aimed at the worldwide + \$595 billion family remittance market.

The \$CU Coin Cryptotoken, allied to RevoluPAY®, promises to be the coin of choice for remittance senders, travelers, and the hospitality industry. Its increasing adoption across several spheres exemplifies its international perspective and future value amongst users.

The company's FinTech division continues to expand into this rapidly emerging segment, in which it; manages, operates and develops end-to-end digital platforms to monetize the blockchain ecosystem across a broad spectrum of leisure related industries, remittances, and finance.

A diverse division of the company, named [Cuba Ventures](#), is involved in Caribbean Basin strategic investments. Similar to the United States NASDAQ listed [Herzfeld Fund](#), the focus is to control noteworthy assets related to the Caribbean Basin (including Cuba). The division is comprised of numerous assets. A wholly owned subsidiary [Travelucion Media](#) is a duly licensed and bonded online travel company, Amadeus GDS affiliated, digital and print media powerhouse that specializes in travel marketing, electronic reservations and online booking solutions. Travelucion owns a vast portfolio of web assets consisting of 432 Cuba-centric websites in up to 5 languages which generate over 35 million page-views per year and direct traffic to Travelucion's online booking and e-commerce sites and proprietary online booking systems, also customized for white label deployment on third party booking websites for; Cayman Islands, Dominican republic, Aruba, Bahamas, BVI, Belize, Antigua, Jamaica and Cuba, offering bookings for hotels, private residences, car rentals, tours, flights and a variety of other types of specialized travel services.

In 2017, the company acquired equity in the Florida, USA based, licensed and bonded travel agency; International Business & Travel Opportunities, LLC (*IBTO*), a Caribbean

Basin focused travel facilitator operating trips in the region (including licensed Cuba trips for Americans).

In 2018, the company acquired equity in the Florida, USA based, Third Circle Publishing LLC, publisher of the esteemed and U.S circulated print and digital magazine [Cuba Trade Magazine](#). CUV Ventures Corp owns an interest in some important print and digital media assets, reaching 10s of millions of consumers globally.

In 2018, the company acquired equity in the Toronto; Canada based, FINTRAC licensed, remittance company, [Duales Inc.](#) as part of the RevoluPAY® remittance app partner network.

In 2018, the company acquired equity in the Miami, USA based, Business advisory/consultant think-tank [Havana Consulting Group](#), as part of the progressive acquisition of key Cuba related but, non domiciled, businesses.

The Cuba Ventures division consulting team harnesses over 80 years of combined advisor experience in submitting and, obtaining approval, for joint ventures, joint production agreements and import/export permits for foreign enterprises. More recently the company has taken a royalty approach for future agreements between third parties anxious to begin comercial operations with Cuba and, the company's Cuba Consulting Unit.

Through this methodology, the Company is gradually building a potentially valuable "future-ready", non Caribbean (Cuba) domiciled asset base while, in the interim, securing revenue, growth and unique opportunities present in the Caribbean Basin, with an emphasis on the [\\$4 billion](#) dollar and rapidly growing Cuban travel and tourism industry, [\\$3 billion](#) factoring and FinTech sector, [\\$18.6 billion](#) Caribbean remittance industry and international corporate consulting for Cuba's estimated [\\$86 Billion annual economy](#), which remains an interesting opportunity and, one that this division strives to dominate at every opportunity by acquiring assets that are neither physically domiciled nor associated with entities located in Republic of Cuba but, that have unparalleled future takeover prospects, should the political climate improve.

For further information on CUV Ventures Corp. (TSX-V: CUV) visit the Company's website at www.cuvventures.com. The Company has approximately 123,000,000 shares issued and outstanding.

CUV VENTURES CORP.

STEVE MARSHALL

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CEO

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This release includes certain statements that may be deemed to be "forward-looking statements". All statements in this release, other than statements of historical facts, that address events or developments that management of the Company expects, are forward-looking statements. Although management believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance, and actual results or developments may differ materially from those in the forward-looking statements. The Company undertakes no obligation to update these forward-looking statements if management's beliefs, estimates or opinions, or other factors, should change. Factors that could cause actual results to differ materially from those in forward-looking statements, include market prices, exploration and development successes, continued availability of capital and financing, and general economic, market or business conditions. Please see the public filings of the Company at www.sedar.com for further information.