

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

CUV VENTURES CORP.

Suite 1610 – 777 Dunsmuir Street, Vancouver, BC, V7Y 1K4

Telephone: (604) 687-3376

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Item 2. Date of Material Change

June 6, 2018

Item 3. News Release

A news release was issued throughout Canada by wire service on **June 6, 2018** and filed on SEDAR on that same day.

Item 4. Summary of Material Change

CUV Ventures Corp. RevoluPAY® S.L. Signs Agreement with Banking License Partner MOMOPOCKET EDE.

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

June 6, 2018

Schedule "A"



VENTURES CORP

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NEWS RELEASE

June 6th, 2018

**CUV Ventures Corp. RevoluPAY® S.L. Signs Agreement with
Banking License Partner MOMOPOCKET EDE**

Vancouver, BC – CUV Ventures Corp. (TSX-V: [CUV](#)) (the “Company”) is pleased to announce that the wholly owned subsidiary, RevoluPAY S.L, has signed a definitive agreement (“DA”) with Momopocket EDE as the official load partner for the RevoluPAY® blockchain powered remittance and leisure payment app. Together with Momopocket, RevoluPAY® members will be able to load (add funds) to their digital wallets using; Visa, Mastercard, AliPAY, SEPA, ACH, and Swift.

About Momopocket

Momopocket is an electronic money institution or EDE Banking Licensed entity, authorized by the Bank of Spain under, European E-money - Directive 2009/110/EC. Momopocket was launched in 2013 and is based in Granada, Spain, to process and manage digital money through mobile devices worldwide.

Enabling RevoluPAY® members with multiple wallet load methods

RevoluPAY® members will be empowered with wallet load capabilities (adding funds) through the following means:

Visa – Founded in 1958 by Dee Hock, VisaNet processes an average of 150 million transactions each day, or around 1,667 transactions per second on average.

Mastercard – Founded in 1966 by United California Bank, processes 160 million payment card transactions per day.

Alipay – Founded in 2004 by Jack Ma with over 520 million registered members, \$519 Billion annual transaction volume and, 175 million transactions per day. Alipay controls approximately 70% of the Chinese payment market and, Alibaba subsidiary, Ant Financial, is rapidly expanding globally.

PayPal – Founded in 1998 by Elon Musk, Peter Thiel, Yu Pan, Max Levchin, Ken Howery, Luke Nosek with over 237 million registered members, \$451 Billion annual transaction volume and, 208 million transactions per day. PayPal is available in 200 world markets.

Instant Transfers ACH – The Automated Clearing House (ACH) system was developed by the North American financial industry in the early 1970s as an electronic alternative to checks.

Instant SEPA Transfers – (Single Euro Payments Area) The SEPA zone comprises 34 countries, including 28 EU member states alongside Iceland, Monaco, Switzerland, Liechtenstein, Norway and San Marino.

SWIFT Wires - (Society for Worldwide Interbank Financial Telecommunication) The majority of international interbank messages use the SWIFT network. As of 2015, SWIFT linked more than 11,000 financial institutions in more than 200 countries and territories.

Initial Use Scenarios for RevoluPAY®

- RevoluPAY® members instantaneously send funds to family and friends, right from their digital wallet, to the recipient member's digital wallet (Remittances)
- RevoluPAY® members can extract local currency at approved country licensee establishments, partner banks or, even home/hotel delivery in certain markets.(Disbursements)
- RevoluPAY® members can shop at approved suppliers for goods and services. (POS)
- RevoluPAY® members can receive and send money amongst other members.(Pier-to-Pier)
- RevoluPAY® members can take advantage of exclusive promotions and obtain rewards.(Rewards)
- RevoluPAY® Merchants can download the app and begin transacting with RevoluPAY® members, face-to-face or, from anywhere in the world.(Merchant)
- RevoluPAY® members who join the RevoluVIP Travel Club , can buy discounted travel services.(Travel)
- RevoluPAY® members who are RevoluCHARGE members, can buy discounted mobile phone credits or top-ups.(Mobile)
- RevoluPAY® members will be allowed to interact with the RevoluFIN lending platform.(Loans)
- RevoluPAY® members who are RevolUTILITY members, can pay their own or, family & friends utility bills in select nations.(Utility Bills)

The Future With RevoluPAY®

A recent study by [Capgemini and BNP Paribas](#) states that Global electronic payments growth will increase on average by 10.9%, with emerging economies adopting faster at

19.6% through to 2020. Emerging economies, those specifically targeted by RevoluPAY®, currently receiving [the most family remittances](#), are expected to grow at three times the rate of mature economies, with Emerging Asia (led by China and India) projected to grow at 30.9%. RevoluPAY® uses a blockchain decentralized and encrypted ledger that ensures secure, efficient, verifiable and permanent way of storing records and other information without the need for intermediaries. Blockchain protocols have a wide variety of uses, including processing transactions, accounting, ID verification, proof of ownership, and product or service validation, across a an extensive spectrum of applications. RevoluPAY® intends to disrupt numerous sectors; Travel & Leisure, Remittances, Exchange, POS, Merchant, Rewards, Pay-as-You-Go Mobile, Utility Bills.

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 leisure payments and 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 members.

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 commercial 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 123,200,000 shares issued and outstanding.

CUV VENTURES CORP.

"STEVE MARSHALL"

STEVE MARSHALL
CEO

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TSX VENTURE EXCHANGE) ACCEPTS RESPONSIBILITY FOR THE
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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.