

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

Fax: (604) 687-3119

Item 2. Date of Material Change

June 19, 2018

Item 3. News Release

A news release was issued throughout Canada by wire service on **June 19, 2018** and filed on SEDAR on that same day.

Item 4. Summary of Material Change

**CUV Ventures Corp. Begins negotiations with Top 40 World Ranking Bank
To Enable South American RevoluPAY® Remittance Deliveries**

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 19, 2018

Schedule A



VENTURES CORP

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

www.cuvventures.com

TSX Venture Exchange Symbol: CUV

Email: info@cuvventures.com

Telephone: (604) 687-3376

Facsimile: (604) 687-3119

NEWS RELEASE

June 19th, 2018

CUV Ventures Corp. Begins negotiations with Top 40 World Ranking Bank To Enable South American RevoluPAY® Remittance Deliveries

Vancouver, BC – CUV Ventures Corp. (TSX-V: [CUV](#)) (the “Company”) Vancouver, BC – (the “Company”) is pleased to announce that it has begun talks with a bank featured in the [Accuity Top 40 World Banks](#) Ranking and, has commenced negotiations for the effective collection, by ultimate beneficiaries, of remittances in 15 of the total of 20 targeted South American Nations. Should such negotiations conclude favorably, RevoluPAY® App users worldwide will be able to send monies to family and friends within these 15 nations, allowing seamless collection of funds at a plethora of Bank branches across South America.

The 20 South American target countries, of which 15 are under negotiation

- | | | | |
|--------------|-------------------|---------------|---------------|
| 1. Argentina | 6. Dominican Rep. | 11. Honduras | 16. Peru |
| 2. Bolivia | 7. Ecuador | 12. Mexico | 17. Suriname |
| 3. Brazil | 8. El Salvador | 13. Nicaragua | 18. Uruguay |
| 4. Colombia | 9. Guatemala | 14. Panama | 19. Venezuela |
| 5. Chile | 10. Guyana | 15. Paraguay | 20. Suriname |

Current Status of RevoluPAY®

On [June 6th, 2018](#) the company informed shareholders that, through the wholly owned subsidiary Revolupay S.L, it had successfully completed the crucial milestone of the EDE banking license required to enact RevoluPAY® digital wallet

load (onboarding) worldwide. This step, once RevoluPAY® is launched, allows users to add money to their wallets. The next step, as informed in the said release, is to permit the extraction of funds, sent between app users, to beneficiaries in target nations. These disbursement licensees (franchisees) are the current focus of the company. Through the company's equity purchase of FINTRAC licensed Duales Inc, the company is able to enact disbursements in certain Caribbean nations. The company is now working towards accords that may include up to 15 new nations, through the ongoing talks with a large banking partner and further talks with a separate group for the Asian continent. Both discussions are progressing very positively.

CUV Ventures Signs NDA With Large Chinese Payment Processor

CUV Ventures CEO Steve Marshall recently signed a Non Disclosure Agreement ("NDA") with a large highly recognized Chinese Payment processing entity. The company is pursuing an extended relationship for RevoluPAY® in Asia and is in talks to facilitate these advances.

The company welcomes RevoluPAY Asia Licensing Advisor Mergen Chuluun

The company welcomes Mr. Mergen Chuluun to the Advisory board. Mergen serves on the Economic Policy Council for Prime Minister of Mongolia and is currently the Asia Super Region Chair for Entrepreneurship and Innovation Network (4,000 leading innovators and founders globally) and, board member of North Asia Region for YPO, the world's leading executive organization with 25,000 CEO's, founders, and owners from 130+ countries.

Previously, Mergen served as Managing Director for Wagner Asia Automotive, the official distributor, and dealer of Ford and Land Rover in Mongolia, and also was a member of the executive leadership team at Wagner Asia Group with \$250M revenue and 1,200 employees. During this tenure, he founded and served as CEO of Mongolian Automobile Distributors Association. He also founded and ran the first internet marketing agency in Mongolia 2008-2011.

Mergen attended Harvard Business School's YPO-WPO President's Program in 2014 and 2015. Mergen studied at Computer Information Systems, Entrepreneurship, and Finance at Colorado State University.

CEO & Director Steve Marshall commented: *"I am honored to have Mergen join our team. Mergen's esteemed track record, allied to extensive connections across Asia make him our first choice for the development of our RevoluPAY® in-country licensee network across the Asian continent. As World Bank data reveals, Asia represents a substantial portion of world remittances inflows. We will begin immediately, through Mergen, forging the relationships necessary to ensure our success in this region"*

World Bank Remittance Report April 2018

The World Bank estimates that officially recorded remittances to low- and middle-income countries reached \$466 billion in 2017, an increase of 8.5 percent over \$429 billion in 2016. Global remittances, which include flows to high-income countries, grew 7 percent to \$613 billion in 2017, from \$573 billion in 2016.

The stronger than expected recovery in remittances is driven by growth in Europe, the Russian Federation, and the United States. The rebound in remittances, when valued in U.S. dollars, was helped by higher oil prices and a strengthening of the euro and ruble.

Remittance inflows improved in all regions and the top remittance recipients were India with \$69 billion, followed by China (\$64 billion), the Philippines (\$33 billion), Mexico (\$31 billion), Nigeria (\$22 billion), and Egypt (\$20 billion).

Source: <http://www.worldbank.org/en/news/press-release/2018/04/23/record-high-remittances-to-low-and-middle-income-countries-in-2017>

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

For further information contact myself or:

Nick Findler

CUV Ventures Corp.

Telephone: 604-639-3850

Toll Free: 800-567-8181

Facsimile: 604-687-3119

Email: info@cuventures.com

NEITHER THE TSX VENTURE EXCHANGE NOR ITS REGULATION SERVICES PROVIDER (AS THAT TERM IS DEFINED IN POLICIES OF THE TSX VENTURE EXCHANGE) ACCEPTS RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

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.