

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

September 12, 2018

Item 3. News Release

A news release was issued throughout Canada by wire service on **September 12, 2018** and filed on SEDAR on that same day.

Item 4. Summary of Material Change

CUV Ventures Corp. Senior Marketing Executive Joins CUV Ventures. RevoluPAY®, RevoluFIN, RevoluVIP and RevoluCHARGE Updates and Grants Options

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

September 12, 2018

Schedule A



VENTURES CORP

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NEWS RELEASE

September 12th, 2018

CUV Ventures Corp. Senior Marketing Executive Joins CUV Ventures. RevoluPAY®, RevoluFIN, RevoluVIP and RevoluCHARGE Updates and Grants Options

Vancouver, BC – CUV Ventures Corp. (TSX-V: CUV) (the “Company”) Vancouver, BC – (the “Company”) is pleased to announce that Mr. Michael Bruening, founding CEO of European marketing agency [CREATIVTEAM COMMUNICATIONS](#), domiciled in Germany and Austria, has joined the Company’s advisory board as a senior marketing consultant. The Company is also pleased to provide numerous updates concerning: RevoluPAY®, RevoluFIN, RevoluVIP and RevoluCHARGE.

About Michael Bruening

For more than 20 years, Michael Bruening has been the founder and managing director of the German advertising agency, CREATIVTEAM COMMUNICATIONS, with numerous long-standing and notable clients: Volkswagen, Varta, Johnson Controls, Continental and, many more. With Michael at the helm, CREATIVTEAM COMMUNICATIONS provides key marketing support in both Germany and, throughout Europe, to top-tier publicly listed and private companies. In addition to the automotive sector, his agency also focuses on finance, food and agriculture, as well as tourism. In addition, Mr. Bruening founded and operated various start-ups, including a leading games portal, a company for AR (augmented reality) applications and, a consulting firm for worldwide digital

transformation. Michael is a member and consultant in various German think-tanks on digitization and new management methods. In recent years he has increased his involvement in the tourism sector and, now advises three tourism companies in the field of marketing, both as a board advisor and consultant, respectively. After studying German Literature, Journalism and History in Goettingen and Bremen, he began his career as a journalist for German daily newspapers before moving early to the marketing world and, self-employment, founding Creativ Team. The Company is pleased to announce it has granted to Mr. Bruening, a marketing consultant of the Company, options exercisable to purchase up to 200,000 common shares of the Company at an exercise price of \$0.08 per share for a period of Five (5) years.

Mr. Marshall, CUV Ventures CEO commented: *"We are pleased that a senior marketing executive of Mr Bruening's caliber has decided to join our team as a senior advisor to the board. Revenue growth from CUV's fast growing global divisions is of prime importance as we expand our footprint in Europe, North and South America and, beyond. Mr Bruening will prove invaluable to the Company in assisting many of our operations with global marketing for the; RevoluPAY®, RevoluFIN, RevoluVIP and RevoluCHARGE family of revenue divisions, marketing strategies and securing key market penetration, as we continually expand our Revolu divisions. Mr Bruening can provide immediate assistance to RevoluPAY® Europe and, the multi-billion Euro cross boarder remittance markets in the EU. Michael joined Alfredo Manresa, Ahmed Rodriguez and, myself, in Barcelona, in late August to commence the marketing strategy and, his immediate integration into our team".*

RevoluPAY® Update

On August 31st, the RevoluPAY® Android app concluded one month of live, real-time testing, which included; worldwide app deposits (cash-in), 3 consecutive software updates and, hundreds of successful wallet-to-wallet transactions. The company is elated with the current iteration of the app and, has begun the submission process to the Apple IOS platform, which it expects to be approved and live by 31st September. On the 23rd of September, a one week live test will begin for bank cash-out (disbursement) across all 28 member states in the European Union: Austria, Belgium, Bulgaria, Croatia, Cyprus, Czech Republic, Denmark, Estonia, Finland, France, Germany, Greece, Hungary, Italy, Ireland, Latvia, Lithuania, Luxembourg, Malta, the Netherlands, Poland, Portugal, Romania, Spain, Slovakia, Slovenia, Sweden and, the United Kingdom. The Company is especially interested in the immediate Pan-European remittance markets, in which, migrants working in richer European nations send money home to countries such as: [Czech Republic](#), [Greece](#), [Latvia](#), [Lithuania](#), [Poland](#), [Portugal](#), [Romania](#), [Slovakia](#) and, [Slovenia](#).

Upon completion of the aforementioned European live trial and, successful commencement of disbursements, the Company will switch its attention to disbursements in; South and Central America and, the Caribbean as per the news release dated [June 29th 2018](#). The cited negotiations are proceeding extremely favorably, with internal launch timing fully on schedule.

Further upcoming developments will include; Non-European country licensees, worldwide cash-out collection points, home remittance deliveries, App linked prepaid Visa (RevoluCARD), NFC powered ATM withdrawals, in addition to more banking partner cash-out (disbursement) alliances. Further, the Company expects to have RevoluPAY® live as a payment mechanism across all of its proprietary websites by October 30th, which should provide an important stream of fresh adopters and, the initiation of the organic user base the Company seeks.

RevoluFIN Update

Panamanian authorities have advised the Company's local attorney that full mercantile registry approval of RevoluFIN Inc., a wholly owned subsidiary of the Company, will occur this week. The Company wishes to apologize to shareholders for the delayed approval of the Company, which was affected by the summer holiday period in Panama and, registry bureaucracy. The Company intends to locate RevoluFIN commercial activities in the [Cuidad del Saber](#) (City of Knowledge) which is especially suited to technology and finance companies. [RevoluFIN](#) has received and studied numerous financing requests, which will be immediately approved in the very near future.

RevoluVIP Update

Company CEO, Steve Marshall, visited Spain in late August to finalize the rollout of RevoluVIP. Travelucion CTO, Ahmed Rodriguez, along with long time advisor to the wholly owned subsidiary, Mr. Orlando Martinez, finalized imminent launch plans. The GDS system is currently in testing phase with numerous suppliers on-boarding concluded. Shareholders are offered a sneak peak of the development websites at

Travel Network Pre-Beta <http://dev.americavip.com/dev/>

Travel Club Pre-Beta <http://revoluvip.club/devclub/>

RevoluVIP utilizes cutting edge [Constellation Software](#) subsidiary, Juniper, GDS XML technology, the newly obtained IATA and Amadeus licenses and, the proven know-how and team at Travelucion, to expand sales into over 130 new countries/markets, optimistically increasing Travelucion's current single test destination audited annual revenue of 2.5 million dollars by potentially significant multiples. See - [RevoluVIP Presentation](#)

RevoluCHARGE Update

On August 27th 2018, the Company entered into an agreement with long time advisor [Daniel Hernandez Rodriguez](#) for the complete turn-key delivery of a functioning system for RevoluCHARGE by 1st November 2018. Mr Hernandez and Mr. Marshall met in Europe to finalize the agreement. RevoluCHARGE is a system that will allow RevoluPAY® users to seamlessly send mobile, data and call, top-up credits to family and friends in 248 countries and territories. Mr. Hernandez began preliminary work on the project in June 2018 and, already, the two best suppliers have been signed, allowing price polling between CY Talk and Ding, both global leaders in the sector. Mobile top-ups are a multi-billion dollar industry in developing nations and, specifically, in those nations whose annual cash

remittances are high. As such, RevoluCHARGE is a complimentary add-on business to RevoluPAY®, making it more convenient for RevoluPAY® users to both send money and, additionally, send mobile top-ups to their family and friends back home.

CEO message to shareholders

As should now be apparent, the Company, its management and advisors have worked tirelessly throughout the summer. Many important milestones have been achieved and, I hope, after reading this news release, shareholders are able to fully appreciate the length and breadth of our achievements over the past two months. The coming months will see the gradual introduction of many of the Company's new revenue generating divisions, all of which required, as a central prerequisite, the RevoluPAY® app. The Company has strategically utilized separate teams to autonomously bring each division forward, thus, corporate bottlenecks, often common in the asynchronous nature of major rollouts, have been largely mitigated. Due to this strategy, these new divisions should come on stream collectively or, with little to no downtime.

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, 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. [Click here](#) to read more.

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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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.