FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

BlockMint Technologies Inc.
2900 – 595 Burrard Street
Vancouver, BC V7X 1J5

Item 2 **Date of Material Change**

January 27, 2021

Item 3 **News Release**

The news release was disseminated on January 27, 2021 through Newsfile Corp.

Item 4 **Summary of Material Change**

BlockMint Technologies Inc. ("BlockMint" or the "Company") announced the closing of its previously announced private placement (see news releases dated December 31, 2020 and January 19, 2021) for gross proceeds of $1,000,000. These funds were raised by the Company issuing 3,846,154 common shares at a price of $0.26 per share, as more particularly described in Item 5 below.

Item 5 **Full Description of Material Change**

5.1 Full Description of Material Change

BlockMint announced the closing of its previously announced private placement (the "Private Placement") (see news releases dated December 31, 2020 and January 19, 2021) for gross proceeds of $1,000,000. These funds were raised by the Company issuing 3,846,154 common shares at a price of $0.26 per share.

In connection with the Private Placement, the Company issued an aggregate of 150,462 finder's shares to certain brokerage firms for introducing subscribers to the Company. All shares issued on closing of the Private Placement are subject to a hold period under applicable Canadian securities laws expiring on May 27, 2021.

Certain of the Company's directors and officers participated in the Private Placement for an aggregate of 330,768 shares. This participation constitutes a "related party transaction" for the purposes of TSX Venture Exchange Policy 5.9 and Multilateral Instrument 61-101, *Protection of Minority Security Holders in Special Transactions* ("MI 61-101"). The Company is relying upon exemptions from the requirements to obtain a formal valuation and seek minority shareholder approval for the Private Placement on the basis that the fair market value of the participation by related parties in the Private Placement is less than 25% of the Company's current market capitalization.

About BlockMint Technologies Inc.

BlockMint, through its wholly owned subsidiary, Blockmint (USA) Technologies Inc., develops distributed systems and networks that enable a more decentralized deployment of blockchain based applications such as cryptocurrency mining. BlockMint's initial products will be Minter and MintAccess, both of which are explained in further detail below.

Minter Browser

BlockMint has developed software that allows owners of various connected devices (e.g. desktops, laptops, gaming consoles, smartphones, etc.) to download a browser app called "Minter" which utilizes the user's spare computing power to mine various cryptocurrencies in exchange for BlockMint paying the user a fee in cryptocurrency. Users are able to control the amount (if any) of computing power on his/her connected device used by the Company for mining via a dashboard built into the browser. Users bear all mining costs associated with the computing power on their device (electricity costs of operating the user's device) but benefit from a sharing of the income earned from any currency mined. The Minter browser also provides a virtual private network ("VPN"), ad-blocker and cryptocurrency wallet. The upgraded version of Minter will be launched for use on desktops and laptops, with apps for smartphones, tablets, gaming consoles and other connected devices to follow. BlockMint's upgraded version of Minter is expected to be available for download in February 2021.

MintAccess

BlockMint is also developing software that allows website owners to earn cryptocurrency from users when they visit the owner's site. As with the Minter browser, the MintAccess application will utilize the site visitor's spare computing power to mine cryptocurrency. Income earned from the mined cryptocurrencies will be shared between the website owner and BlockMint. This will allow website owners to monetize the content on their site without having a site visitor pay a fee (no paywall) or view ads (ads will not display). A site visitor using any browser will be able to "opt-in" and allow his/her device to mine cryptocurrency in exchange for free content without ads. The application will only mine while the user is visiting the owner's site and will disconnect once the user leaves the site. BlockMint is targeting a release date for MintAccess in the first half of 2021.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Confidentiality is not requested.

Item 7 Omitted Information

No information has been omitted in respect of the material change.

Item 8 **Executive Officer**

The following executive officer of the Company is knowledgeable about the material change disclosed in this report.

Nelson Ijih, CEO
Telephone No.: (503) 961-4022

Item 9 **Date of Report**

February 3, 2021

Forward-looking information

This material change report includes certain "forward-looking statements" under applicable Canadian securities legislation. Forward-looking statements include, but are not limited to, statements with respect to: the business strategy and objectives of BlockMint and the release dates for Minter and MintAccess. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking statements. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. There is further no assurance that the Company will be successful in developing, commercializing or profitably operating its new business in the manner described. Accordingly, readers should not place undue reliance on forward-looking statements. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.