

CHANGE IN CORPORATE STRUCTURE
pursuant to National Instrument 51-102, Section 4.9

To: Ontario Securities Commission
British Columbia Securities Commission
Alberta Securities Commission
Autorité des marchés financiers
(collectively, the "**Commissions**")

And To: TSX Venture Exchange

Re: Breaking Data Corp.

1. Parties to the Transaction

Breaking Data Corp. ("**BKD**") and Sports New Media Holdings Limited ("**SNM**").

2. Description of the Transaction

Effective April 11, 2017, BKD completed the previously announced acquisition (the "**Transaction**") of SNM. The Transaction was a reverse takeover as such term is used in applicable securities laws with SNM as the reverse takeover acquirer and BKD as the reverse takeover acquiree.

The Transaction was effected by way of a securities exchange (the "**Securities Exchange**") between BKD and SNM. Pursuant to the Securities Exchange, on closing of the Transaction, an aggregate of 187,796,014 common shares of BKD ("**BKD Shares**") were issued in exchange for all of the issued and outstanding shares of SNM at a deemed value of \$0.415 per share. In addition, each option to purchase SNM shares outstanding on the date of the Transaction (the "**SNM Options**") was exchanged for options of BKD. Upon completion of the Transaction, BKD owns 100% of the issued and outstanding shares of SNM.

In addition, an aggregate of 12,500,000 BKD Shares and 6,250,000 warrants to purchase BKD Shares were issued on conversion of the 12,500,000 outstanding subscription receipts issued as a part of the previously announced financing of BKD (the "**Financing**").

Effective April 13, 2017, BKD completed the consolidation (the "**Consolidation**"). Pursuant to the Consolidation, the BKD Shares were consolidated on the basis of one post-consolidation share for every 10 pre-consolidation shares and as a result, as of April 13, 2017, 27,464,064 BKD Shares were issued and outstanding.

Following completion of the Transaction, as approved at the Meeting and disclosed in the BKD's management information circular dated February 28, 2017 filed via the System for Electronic Document Analysis and Retrieval (SEDAR) (the "**Information Circular**"), the directors and officers of BKD are as follows: Nick Thain – Chief Executive Officer and Director; Jae Chalfin – Chief Commercial Officer and Director; Marvin Igelman – Vice Chairman and Director; David Berman – Chief Financial

Officer and Corporate Secretary; Alex Zivkovic – Chief Technology Officer; Roger Rai – Director; Matthew Elek – Director; Roger Mitchell – Director; Ben Nicholas - Director.

3. Effective Date of the Transaction

April 11, 2017

4. Names of Each Party that Ceased to be a Reporting Issuer Subsequent to the Transaction and Each Continuing Entity

No party ceased to be a reporting issuer subsequent to the Transaction. As a result of the Transaction, BKD continues to be a reporting issuer and SNM became a wholly owned company of BKD.

5. Date of the Reporting Issuer's First Financial Year End Subsequent to the Transaction

March 31, 2018

6. The Periods of the Interim and Annual Financial Statements Required to be Filed for the Reporting Issuer's First Financial Year Subsequent to the Transaction

BKD - Transition Year Ended January 31, 2017

<i>Financial Statements</i>	<i>Period Ended</i>	<i>Comparative Period Ended</i>
Annual	January 31, 2017	January 31, 2016

SNM (Operating Entity) – Transition Year Ended March 31, 2017

<i>Financial Statements</i>	<i>Period Ended</i>	<i>Comparative Period Ended</i>
Annual	March 31, 2017	March 31, 2016

BKD (Consolidated with SNM) - New Year Ended March 31, 2018

<i>Financial Statements</i>	<i>Period Ended</i>	<i>Comparative Period Ended</i>
Interim	3 months ended June 30, 2017	3 months ended June 30, 2016
Interim	6 months ended September 30, 2017	6 months ended September 30, 2016

Interim	9 months ended December 30, 2017	9 months ended December 30, 2016
Annual	March 31, 2018	March 31, 2017

7. Document(s) filed that describe the transaction and where such document(s) can be found in electronic format

The Transaction is described in detail in the Information Circular dated February 28, 2017 of BKD as filed with the Securities Commissions via SEDAR. The Information Circular can be found at www.sedar.com