

**51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

YDREAMS GLOBAL INTERACTIVE TECHNOLOGIES INC.  
(formerly Apple Capital Inc.) (the “**Company**”)  
#1470 – 701 West Georgia Street  
Vancouver, BC V7Y 1C6

**Item 2 Date of Material Change**

November 29, December 1 and December 8, 2016

**Item 3 News Release**

The news releases were disseminated through Newsfile.

**Item 4 Summary of Material Change**

On November 29, 2016, the Company announced that it had developed a virtual aquarium and other interactive experiences that enable an entertaining approach to the knowledge of marine fauna, for the largest aquarium in South America. On December 1, 2016, the Company announced that it would be using its extensive knowledge of Virtual Reality ("VR"), gaming and immersive experiences to develop training solutions for military use. On December 8, 2016, the Company announced that it had been contracted to use its VR technology in the United States.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

See attached News Releases.

*5.2 Disclosure for Restructuring Transactions*

N/A

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

N/A

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Daniel Japiassu , CEO and Director, (604) 696-6910

**Item 9 Date of Report**

December 9, 2016

**YDreams Global Technologies Inc.**  
# 1470 – 701 West Georgia Street  
Vancouver, British Columbia  
V7Y 1C6

November 29, 2016

**South America's largest aquarium opens with YDreams Global as its Immersive  
Augmented Reality Technology Partner**

YDreams Global Interactive Technologies Inc. ("YDreams Global" and the "Company") (TSXV: YD; FSE: A2AP0L) wishes to report a successful augmented reality partnership with the largest aquarium in South America. As the creative and technology partner of the aquarium, which opened in November, YDreams Global developed a virtual aquarium and other interactive experiences that enable an entertaining approach to the knowledge of marine fauna.

Daniel Japiassu, the Company's CEO stated, "YDreams Global's virtual aquarium segment has been scaled out in multiple locations linked together such as shopping malls. We anticipate making a much larger push in this area and foresee this technology as a significant potential driver of revenue for the Company as the scalability of this augmented reality aspect has a recurring revenue stream associated with it as well. This provides the customer with the benefit of increased traffic to their location as many customers will return to the virtual aquarium to maintain their fish. We have seen an increase in mall traffic in the locations we have implemented this technology. We are very excited about the growth of the exhibit YDreams Global has created and the recurring revenue it provides."

Visitors to the new AquaRio, the largest marine aquarium in South America that recently opened in Rio de Janeiro, have the opportunity to meet the more than 350 species that inhabit its 28 tanks and have fun with a series of interactive experiences developed by YDreams Global. The first weekend met with such demand as to exceed all available tickets for the venue.

The main attraction is the Virtual Aquarium, a digital environment where visitors are invited to create a virtual pet fish and customize its features. The experience begins at a creation kiosk with a videowall where they can see their new virtual friend.

After choosing from several available species, colors and sizes, the customized virtual fish can then be named and saved, using a purchased RFID card. From that moment on, the virtual pet becomes the visitor's host to AquaRio, appearing throughout the visit on smaller virtual aquariums terminals, the YFish terminals.

Marcos Alves, Director of YDreams Global Products Division, explains how the owners of the virtual pets feel compelled to return to AquaRio in order to feed them and monitor their development, thus assuring that the virtual fish thrives and allows for the unlocking of new features. "The Virtual Aquarium is one of the products created by YDreams Global that combines the physical world with a digital experience, focusing on technological solutions that enable customers to maximize their results, through increased customer loyalty and constant attraction and flow," explains Mr. Marcos. In the case of AquaRio, the product was customized by YDreams Global to stimulate frequent visits to the new tourist attraction and generate a new source of revenue.

Detailed information and explanations about the world's oceans are available on large interactive multi-touch screens, where up to three visitors can simultaneously play with multimedia content regarding sustainability and ecology.

Immersive augmented reality experiences allow visitors to virtually interact with various species of marine life, such as turtles, dolphins, and whales. Through a digital mirror, visitors can also have marine species magically floating and rotating in front of them, as they move their hands in the air to control an interactive experience that provides detailed information about their biology.

In order to strengthening the cultural and educational aspects of AquaRio, YDreams Global has also developed a multimedia guide about one of the most intriguing family of marine species: sharks. Visitors are able to access a wealth of entertaining information and multimedia content about the main species of sharks that live along the Brazilian coast.

To complete the tour, YDreams Global created several interactive spots that support the overall operation of AquaRio, such as kiosks with location guides, digital signage at the box-office with dynamic information concerning tickets and also digital information panels on each of the tanks.

### **About YDreams Global**

YDreams Global Interactive Technologies Inc. ([www.ydreamsglobal.com](http://www.ydreamsglobal.com)), with offices in Vancouver, São Paulo, and Rio de Janeiro, is a post digital company that combines both Augmented and Virtual Reality Technology, Design, and Intelligence to respond to the challenges and demands of today's users and consumers.

YDreams Global works as a partner for companies and brands to reframe their strategy through relevant human-centered ventures that integrates digital experience with the physical presence and venues. YDreams Global anticipates future projects and connects them with the needs of the market, building innovative concepts and delivering them with international excellence.

YDreams Global have developed over 1,000 projects for clients all over the world, such as AmBev, Adidas, Audi, Cisco, Coca-Cola, Fiat Mercedes Benz, Nokia, Nike, Santander, Qualcomm, Unilever, and the City of Rio.

### **More Information:**

James Nelson

Director, Canada

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**YDreams Global Technologies Inc.**  
# 1470 – 701 West Georgia Street  
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V7Y 1C6

December 1, 2016

**YDreams Global to use Virtual Reality in the development of simulations for military training**

YDreams Global Interactive Technologies Inc. ("YDreams Global" or the "Company") (TSXV: YD; FSE: APYYD), a creative and technical supplier for Fortune 500 brands such as Cisco, Qualcomm, Intel as well as the Government of Rio de Janeiro, is pleased to announce that it will use its extensive knowledge of Virtual Reality ("VR"), gaming and immersive experiences to develop training solutions for military use.

The main goal is to create a complete platform to be used by the military and other government agencies such as police departments, fire departments, and emergency medical services that could use the VR as a training experience. By using this technology for training, for example the military, police and fire, would be able to experience accurate real life situations that would be impossible to replicate in physical world exercises.

Very few companies in the world provide this technology and YDreams Global's goal is to expand through commercial partners in North America, South America and Europe, to offer this platform to military and civilian defense forces.

Marcos Alves, Director of YDreams Global products division, explains that YDreams Global will create a lifelike experience and improve military techniques. "VR is emerging as a technology that can improve the way we learn and experience stressful situations in a safer environment," explains Mr. Alves.

By using VR simulations, it is possible to optimize training budget and while simultaneously increasing the number of scenarios. "YDreams is setting out to offer VR training techniques to thousands of military, police and other agencies in this space. By bringing VR technology into their training routine, a new era of military training may be possible, increasing safety for both sides: the police force and the general population. We are very excited about this new development and the impact it may have on YDreams' growth. The defense sector has a massive

market and we feel that YDreams has a distinct advantage to develop VR techniques for this sector,” declared the CEO of the Company, Daniel Japiassu.

YDreams Global anticipates that the working version will be available in the second quarter of 2017. This project involves partnerships with several hardware companies.

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**YDreams Global Technologies Inc.**  
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December 08 , 2016

## **YDreams Global announces its first Virtual Reality licensing project in the United States**

YDreams Global Interactive Technologies Inc. ("YDreams Global" or the "Company") (TSXV: YD; FSE: APYYD), a creative and technical supplier for Fortune 500 brands such as Cisco, Qualcomm, Intel as well as the Government of Rio de Janeiro, is pleased to announce that it has been contracted to use its Virtual Reality ("VR") technology in the United States.

The first project sold in the United States will be released in the second week of December and will debut in New York City for a two week event.

"Our goal for 2017 is to accelerate our virtual reality growth strategy in North America, focusing on our fortune 500 relationships in place already.

We are extremely pleased upon closing our first project in the United States and we feel this is a great sign that the US Market is primed for the rapid and scalable international expansion of YDreams Global." declared the CEO of the Company, Daniel Japiassu.

Recently (December 1,2016) we announced we plan to create a virtual reality platform to be used by the military and other government agencies such as police departments, fire departments and emergency medical services that could use VR as a training experience. By using this technology for training, for example, the military, police and fire services would be able to experience accurate real-life situations that would be impossible to replicate in physical world exercises.

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