51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

YDX Innovation Corp. (the "**Company**")
#2820 - 200 Granville Street
Vancouver, BC V6C 1S4

Item 2 Date of Material Change

March 31 and April 7, 2020

Item 3 News Release

The news releases were disseminated through AccessWire and Stockwatch.

Item 4 Summary of Material Change

On March 31st, 2020, the Company announced that it had entered into an amendment agreement (the "**Amendment**") to its letter of intent to acquire the issued and outstanding shares of BEAT Gaming Corp. ("**BEAT**") previously announced in the Company's news release of March 23, 2020. On April 2, 2020, the Company announced it had informally teamed up with BEAT to create an online open esports tournament and an online fundraiser to help during the COVID-19 crisis. The tournament will be sponsored by the Company and Twitch.tv.

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) 704-6466

Item 9 Date of Report

April 10, 2020

YDX Innovation Amends Letter of Intent to Acquire BEAT Gaming Corp.

VANCOUVER, B.C., March 31, 2020 -- **YDX Innovation Corp. (TSX-V: YDX, OTC: YDRMF, FSE: A2PB03)** ("**YDX**" or the "**Company**"), is pleased to announce that the Company has entered into an amendment agreement (the "**Amendment**") to its letter of intent to acquire the issued and outstanding shares of BEAT Gaming Corp. ("**BEAT**") previously announced in the Company's news release of March 23, 2020.

Pursuant to the Amendment, the aggregate cash consideration payable by the Company has been reduced to $400,000, which amount will not be payable until the date which is 13 months from the closing of the proposed transaction and the parties have increased the stock consideration from 3 million shares to 4 million shares.

Daniel Japiassu, CEO of YDX Innovation stated, "The Company is pleased to be able to reduce its overall cash payment obligations in respect of the proposed acquisition of BEAT and to have extended the deadline for payment. Despite the current uncertainty in the financial markets and the associated challenges in raising capital resulting from the COVID-19 crisis, the Company believes it is in a positive position to leverage its share capital for this strategic acquisition which is intended to augment the existing and growing esports division of YDx."

Other than the Amendment in respect of the consideration payable for the acquisition, the remaining terms and conditions of the letter of intent remain. The letter of intent is non-binding and provides for an exclusivity period of 90 days during which time the parties have agreed to work together to sign a definitive agreement within 60 days.

As part of the transaction, and on the closing thereof, the Company anticipates the payment of a finder's fee to an arm's length finder. The Company expects that such finder's fee may be comprised of shares of the Company. Any finder's fee agreement and payment thereunder will be subject to the policies of the TSX Venture Exchange (the "**Exchange**") and the approval thereof.

The acquisition of BEAT is anticipated to be an Expedited Acquisition under the policies of the Exchange. The acquisition is subject to routine conditions precedent for similar transactions, including entry into a binding definitive agreement, approval by the Exchange and respective due diligence.

About YDX Innovation

YDX Innovation Corp. (TSXV- YDX :: www.ydxinnovation.com) is a technology company that develops products and services and is an expert in immersive technologies like Augmented and Virtual Reality, eSports events and Interactive Exhibitions under the following three divisions:

Arkave VR Arena – https://sales.arkavevr.com/ – a gaming platform that brings the most immersive Virtual Reality experience to Location Based venues with a highly scalable business model.

YDreams Global – www.ydreamsglobal.com – have developed over 1,300 interactive experiences for clients all over the world such as Disney, NBA, Adidas, Cisco, Nokia, Nike, Mercedes-Benz, Coca-Cola, Santander, AmBev, Qualcomm, Unilever, City of Rio and Fiat.

Game On Festival – www.gameonfestival.com – is a new event under development by the Company that combines eSports Tournaments with a large Interactive Exhibition about the videogame industry and its history.

More Information:

Daniel Japiassu

Director and CEO

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This news release may contain “forward-looking statements” within the meaning of applicable Canadian securities laws, including, without limitation: the entry into a definitive agreement, the closing of the proposed transaction, receipt of stock exchange approval, the introduction of new products, and the intention to expand business through organic growth and future acquisitions based on revenue, margins and EBITDA. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by management, are inherently subject to significant business, economic and competitive uncertainties, and contingencies. These statements generally can be identified by the use of forward-looking words such as “may”, “should”, “will”, “could”, “intend”, “estimate”, “plan”, “anticipate”, “expect”, “believe” or “continue”, or the negative thereof or similar variations. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause future results, performance or achievements to be materially different from the estimated future results, performance or achievements expressed or implied by those forward-looking statements and the forward-looking statements are not guarantees of future performance. The Company’s statements expressed or implied by these forward-looking statements are subject to a number of risks, uncertainties, and conditions, many of which are outside of the Company's control, and undue reliance should not be placed on such statements. Forward-looking statements are qualified in their entirety by the inherent risks and uncertainties surrounding the proposed acquisition, including: that the Company’s assumptions in making forward-looking statements may prove to be incorrect; adverse market conditions, including those arising due to uncertainties surrounding the current COVID-19 pandemic; the inability to finance future growth and cash payments under the agreement; that future results may vary from historical results; and that market competition may affect the outcome of the business, results and financial condition of the Company. Except as required by securities law, the Company does not assume any obligation to update or revise any forward-looking statements, whether as a result of new information, events or otherwise.

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.

YDX Innovation and BEAT Gaming announce Online Esports Tournament and COVID-19 Fundraiser

VANCOUVER, B.C., April 2, 2020 -- **YDX Innovation Corp. (TSX-V: YDX, OTC: YDRMF, FSE: A2PB03)** ("**YDX**" or the "**Company**"), is pleased to announce it has informally teamed up with BEAT Gaming Corp. ("**BEAT**"), an arm's length private esports company, to create an online open esports tournament and an online fundraiser to help during the COVID-19 crisis. The tournament will be sponsored by YDX Innovation and Twitch.tv.

The DOTA 2 BEAT Invitational will take place April 28th to 30th and four professional DOTA 2 teams are confirmed. The winner will receive a CAD $ 10,000 prize plus CAD $ 2,500 that will be donated directly to a charity organization of their choice. Event will be broadcasted on twitch.tv/BEATesports and highlighted at the website's first page.

In addition, YDX and BEAT have launched an online Fundraiser Campaign through CanadaHelps.org. The Company would like to invite our shareholders and anyone in a position to help to contribute with funds or by sharing the fundraiser and raise awareness. Donations are sent straight to Red Cross Canada or two programs that focus on food banks helping people affected by the COVID-19 crisis.
Link for our campaign can be found here: https://www.canadahelps.org/en/pages/dota-2-beat-covid-19/

"We are thrilled to work with YDX and the network that they bring to our business," says Bill Elafros, co-founder of BEAT. "Esports can play an important role during these times and we hope to help by bringing some entertainment and raising funds to support the cause. We need to unite and help fight the broad effects of COVID-19 together. As an online tournament, we can fill a gap and that is much needed."

The Company previously announced the proposed acquisition of BEAT in news releases dated March 23rd and March 31st. Although the parties are working towards entering into a definitive agreement in the hopes of closing that transaction, the parties agreed to pursue this event in advance of such transaction to not only support this important cause but also to provide entertainment and interaction to gamers, enthusiasts and other industry participants that are subject to social distancing requirements in many jurisdictions.

"With many of us at home and being concerned, stressed and seeking some voids to fill their time, we thought it would be great for us to do our part and provide some engaging entertainment and small ways for people to escape their reality. Online tournaments can play a crucial role in restoring some normality in our lives, such as interacting with peers and exercising the creative parts of our brain for an alternate purpose. Countless people are being affected financially by the crisis, and we hope to help in any way we can. I'm excited for this event and hope our fundraiser can bring people together to help during these difficult times," stated Daniel Japiassu, CEO of YDX Innovation.

Dota 2 is one of the most popular esports titles in the world, with a large number of fans participating as players and viewers in online tournaments. Dota 2 was one of the first esports with a prize pool of more than $1,000,000 at The International 2011. Some of the most popular and wealthiest esports professionals are Dota 2 players. According to Statista.com in 2019, the peak concurrent viewership on Twitch.tv of the DOTA 2 TI9 championships reached almost 1.08 million, up from 735 thousand viewers a year earlier..

BEAT organized the first large scale Canadian Dota 2 event at the Bell Centre in Montreal, Quebec in 2016. Events organized by BEAT have received extensive coverage from outlets such as ESPN, TSN & Score esports and have had successful engagements with Blizzard Entertainment, Valve, Twitch, AMD, SteelSeries and more.

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