

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Tinkerine Studios Ltd.
341 West 6th Avenue
Vancouver, BC
V5Y 1L1

Item 2 Date of Material Change

April 29, 2016

Item 3 News Release

A news release was issued by Tinkerine Studios Ltd. (the “Company”) on May 2, 2016 and distributed through Stockwatch and filed on SEDAR.

Item 4 Summary of Material Change

The Company announced the closing of its previously announced non-brokered private placement offering of units.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On May 2, 2016, the Company announced the closing of the non-brokered private placement previously announced on March 21, 2016. The total amount closed is \$330,000, and includes funds invested by insiders and close friends, family and associates. The private placement was closed in two tranches. Under the first tranche of the private placement the Company issued 6,300,000 units at a price of \$0.05 per unit for total proceeds of \$315,000. Under the second tranche of the private placement the Company issued 300,000 units at a price of \$0.05 per unit for total proceeds of \$15,000. Each unit consists of one common share of the Company and one common share purchase warrant. Each warrant entitles the holder thereof to purchase one share at \$0.10 per warrant share for a period to two years from the closing date.

Funds raised through this private placement will be used to further the Company’s development of the Tinkerine suite of products which includes the Ditto Pro 3D printer and TinkerineU platform, and continue the development of sales channels in Canada, United States and internationally.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Eugene Suyu
Chief Executive Officer
Telephone: 604-288-8778

Item 9 Date of Report

May 5, 2016