

FORM 51-102F3
MATERIAL CHANGE REPORT
UNDER NATIONAL INSTRUMENT 51-102

Item 1 Name and Address of Company

Midpoint Holdings Ltd. (“Midpoint” or the “Company”)
26 Finsbury Square
London, United Kingdom, EC2A 1DS

Item 2 Date of Material Change

May 3, 2017.

Item 3 News Release

The Company disseminated a news release concerning the material change described herein on May 3, 2017 via Stockwatch and Market News and subsequently filed copies on SEDAR at www.sedar.com.

Item 4 Summary of Material Change

The Company reported that David Wong, Chief Executive Officer and Chairman has acquired 1,154,000 common shares through open market purchases, of which over 200,000 shares were acquired in the last 30 days.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company reports that David Wong, Chief Executive Officer and Chairman has acquired 1,154,000 common shares through open market purchases, of which over 200,000 shares were acquired in the last 30 days.

Following the acquisition of these securities, Mr Wong’s ownership and control of 8,604,056 shares represents 10.4% of the issued and outstanding common shares of Midpoint.

Together with Mr Wong’s existing holdings and warrants to acquire a further 3,650,00 common shares, these securities represent an aggregate of 14.2% of the issued and outstanding shares of the Company calculated on a partially diluted basis assuming exercise of all the warrants held by Mr Wong.

The Acquired Shares were acquired for investment purposes. Mr. Wong has a long-term view of the investment and may acquire additional common shares of Company either on the open market, or through private acquisitions or sell the common shares on the open market or through private dispositions in the future, depending on market conditions, reformulation of plans and/or other relevant factors.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

David Wong
26 Finsbury Square
EC2A 1DS
London, United Kingdom
Tel: +44 20 7448 3081

Item 9 Date of Report

May 3, 2017.