

**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**

November 13, 2017.

**Item 3 News Release**

The Company disseminated a news release concerning the material change described herein on November 13, 2017 via Market News and subsequently filed copies on SEDAR at [www.sedar.com](http://www.sedar.com).

**Item 4 Summary of Material Change**

The Company announced launch of South African Rand (ZAR).

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

The Company announced the launch of South African Rand (ZAR). The new product offering is in line with the Company's previously announced strategy of continuous delivery and rapid software release cycles.

**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  
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London, United Kingdom  
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**Item 9            Date of Report**

November 15, 2017.