

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

ITEM 1 Name and Address of Company:

Moovly Media Inc.
302 – 1620 West 8th Avenue
Vancouver, BC V6J 1V4

ITEM 2 Date of Material Change:

March 21, 2017

ITEM 3 News Release:

A news release was distributed via Marketwire and filed via SEDAR on March 22, 2017.

ITEM 4 Summary of Material Change:

Moovly Media Inc. ("Moovly" or the "Company") (TSXV: MVY) announced that, further to the Company's press releases of January 4, 2017 and March 9, 2017, the Company completed the first tranche of its brokered private placement of units (each, a "Unit") at a price of \$0.15 per Unit. The Company issued 3,240,000 Units for gross proceeds of \$486,000. Each Unit is comprised of one common share in the capital of the Company (a "Common Share") and one common share purchase warrant (a "Warrant"). Each Warrant entitles the holder to purchase a Common Share at a price of \$0.25 per share for a period of one year from the date of issuance.

Leede Jones Gable Inc. acted as the exclusive agent of the Corporation to offer the Units on a commercially reasonable efforts basis. It is expected that completion of a second tranche of the brokered private placement will be forthcoming.

Concurrently with the completion of the first tranche of the brokered private placement, the Company completed a non-brokered private placement and issued an additional 2,119,518 Units for additional gross proceeds of \$317,927.70.

All of the securities issued under the brokered and non-brokered private placements are subject to a four month resale restriction. The completion of the private placements remains subject to the final approval of the TSX Venture Exchange.

The net proceeds from this offering are expected to be used to fund sales and marketing growth of the Company and accelerate commercialisation of two key products groups as well as for general corporate purposes.

ITEM 5 Full Description of Material Change:

5.1 – Full Description of Material Change:

Reference is made to the press release attached hereto.

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:

No material information has been omitted from this material change report on the basis that it is confidential information.

ITEM 8 Executive Officer:

Further information relating to this Material Change Report may be obtained from:

Kelsey Chin, Corporate Secretary

Telephone: (604) 639-4457

ITEM 9 Date of Report:

DATED as of March 27, 2017.

MOOVLY MEDIA COMPLETES PRIVATE PLACEMENT

Vancouver, British Columbia – March 22, 2017 – Moovly Media Inc. ("Moovly" or the "Company") (TSXV: MVY) announces that, further to the Company's press releases of January 4, 2017 and March 9, 2017, the Company completed the first tranche of its brokered private placement of units (each, a "Unit") at a price of \$0.15 per Unit. The Company issued 3,240,000 Units for gross proceeds of \$486,000. Each Unit is comprised of one common share in the capital of the Company (a "Common Share") and one common share purchase warrant (a "Warrant"). Each Warrant entitles the holder to purchase a Common Share at a price of \$0.25 per share for a period of one year from the date of issuance.

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About Moovly

Moovly is a cloud based multimedia platform that enables people to create engaging multimedia content by making it affordable, intuitive and simple. Users choose from extensive animated content libraries in various styles and can add their own images, movies and sounds to create captivating videos and presentations. Finished work is published on major social channels like Facebook and YouTube, shared for viewing or editing in the online Moovly User Gallery or downloaded with the click of a button.

Today Moovly is used in education, businesses of any size and government, non-government and non-profit organizations. Moovly is also adopted by private consumers and broadcasters to create videos that explain, promote, engage, inspire, educate and entertain. Videos can be played on mobile devices, TV screens, digital billboards and more.

Moovly makes video content recyclable, easy to edit, fast to update and possible to translate, all in-house. Powerful business features include API access, custom style and brand libraries, total white-label option, custom user interface capability, high-level security, premium support and commercial boost services.

For additional information regarding Moovly, please refer to its website at www.moovly.com.

For further information please contact:

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Reader Advisory

This press release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. The use of any of the words "expect", "anticipate", "continue", "estimate", "objective", "ongoing", "may", "will", "project", "should", "believe", "plans", "intends" and similar expressions are intended to identify forward-looking information or statements. More particularly and without limitation, this news release contains forward looking statements and information with respect to the proposed timing and completion of the next tranche of the brokered private placement, the proposed use of the net proceeds and the approval of the TSX Venture Exchange. The forward-looking statements and information are based on certain key expectations and assumptions made by the Company. Although the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward looking statements and information because the Company can give no assurance that they will prove to be correct.

By its nature, such forward-looking information is subject to various risks and uncertainties, which could cause the actual results and expectations to differ materially from the anticipated results or expectations expressed. These risks and uncertainties, include, but are not limited to, the failure of Moovly to continue to commercialize its products or demand for its products decreases or disappears. Other risk factors are set forth in detail in the Company's Management Information Circular dated March 30, 2016 which is available for review under the Company's corporate profile at www.sedar.com. Some other risks and factors that could cause the results to differ materially from those expressed in the forward-looking information also include, but are not limited to: general economic conditions in Canada, the United States and globally; industry conditions, unanticipated operating events; failure to obtain any necessary third party consents and approvals, if and when required; the availability of capital on acceptable terms; the need to obtain required approvals from regulatory authorities; stock market volatility; competition for, among other things, capital and skilled personnel; changes in tax laws; and the other factors. Readers are cautioned that this list of risk factors should not be construed as exhaustive.

The forward-looking information contained in this news release is expressly qualified by this cautionary statement. Readers are cautioned not to place undue reliance on this forward-looking information, which is given as of the date hereof, and to not use such forward-looking information for anything other than its intended purpose. The Company undertakes no obligation to update publicly or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable law.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities of the Company will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") and may not be offered or sold within the United States or to, or for the account or benefit of U.S. persons except in certain transactions exempt from the registration requirements of the U.S. Securities Act.