FORM 51-102F3

MATERIAL CHANGE REPORT

ITEM 1. ***NAME AND ADDRESS OF COMPANY***

RIWI Corp. (the "**Company**")
200 – 459 Bloor Street West
Toronto, ON M5S 1X9

ITEM 2. ***DATE OF MATERIAL CHANGE***

March 2, 2016

ITEM 3. ***NEWS RELEASE***

A news release was issued by the Company on March 2, 2016 at Vancouver, British Columbia and distributed through the facilities of TheNewswire.

ITEM 4. ***SUMMARY OF MATERIAL CHANGE***

The Company has closed its non-brokered private placement for 403,356 common shares at a price of CDN$2.78 per share.

ITEM 5. ***FULL DESCRIPTION OF MATERIAL CHANGE***

The Company has closed its non-brokered private placement of 403,356 common shares in the capital of the Company (each a "Share") at a price of CDN$2.78 per Share or, at the discretion of the subscriber, converted into United States dollars at an exchange rate of CDN$1.00 being equal to US$0.71942 for an effective price of US$2.00 per Share (the "Offering"). The Offering was originally announced on February 25, 2016. The gross proceeds from the sale of the offered Shares will be $1,121,329, and these proceeds will be used primarily to increase the Company's sales of its global consumer and citizen opinion data products.

ITEM 6. ***RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102***

This report is <u>not</u> being filed on a confidential basis.

ITEM 7. ***OMITTED INFORMATION***

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. ***EXECUTIVE OFFICER***

For further information, please contact:

Name: Amber Schaefer
Office: Corporate Secretary
Telephone: (604) 808-5993

ITEM 9. ***DATE OF REPORT***

DATED at Vancouver, British Columbia, this 3rd day of March, 2016.

"Signed"
Daniel Kriznic
CFO