FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Rivalry Corp. (the "**Company**")
116 Spadina Avenue, Suite 701
Toronto, Ontario M5V 2K6

2. Date of Material Change

April 24, 2026.

3. News Release

News release dated April 24, 2026 was disseminated through the facilities of Globe Newswire and subsequently filed on the System for Electronic Document Analysis and Retrieval+ (SEDAR+) at www.sedarplus.ca.

4. Summary of Material Change

The Company announced that Stephen Rigby, Steven Isenberg, Ryan White, and Kevin Wimer have resigned from the Company's board of directors effective as of April 24, 2026. In addition, Ryan White has resigned from his role as Chief Technology Officer and Kevin Wimer has resigned from his role as Chief Operating Officer. The Company also announces that Demi Abidogun-Benson has resigned from her position as Interim Chief Financial Officer.

5. Full Description of Material Change

5.1 Full Description of Material Change

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6. Disclosure for Restructuring Transaction

Not applicable.

7. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

8. Omitted Information

Not applicable.

9. Executive Officer

For additional information please contact Steven Salz, Chief Executive Officer of the Company at 416 565-4713 or ss@rivalry.com.

10. Date of Report

May 8, 2026.

Forward Looking Statements

This material change report contains certain forward-looking information within the meaning of applicable Canadian securities laws ("forward-looking statements"). All statements other than statements of present or historical fact are forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "anticipate", "achieve", "could", "believe", "plan", "intend", "objective", "continuous", "ongoing", "estimate", "outlook", "expect", "project" and similar words, including negatives thereof, suggesting future outcomes or that certain events or conditions "may" or "will" occur. These statements are only predictions.

Forward-looking statements are based on the opinions and estimates of management of the Company at the date the statements are made based on information then available to the Company. Various factors and assumptions are applied in drawing conclusions or making the forecasts or projections set out in forward-looking statements. Forward-looking statements are subject to and involve a number of known and unknown, variables, risks and uncertainties, many of which are beyond the control of the Company, which may cause the Company's actual performance and results to differ materially from any projections of future performance or results expressed or implied by such forward-looking statements. Such factors, among other things, include regulatory or political change such as changes in applicable laws and regulations; the ability to obtain and maintain required licenses; the esports and sports betting industry being a heavily regulated industry; the complex and evolving regulatory environment for the online gaming and online gambling industry; the success of esports and other betting products are not guaranteed; changes in public perception of the esports and online gambling industry; failure to retain or add customers; the Company having a limited operating history; negative cash flow from operations and the Company's ability to operate as a going concern; operational risks; cybersecurity risks; reliance on management; reliance on third parties and third-party networks; exchange rate risks; risks related to cryptocurrency transactions; risk of intellectual property infringement or invalid claims; the effect of capital market conditions and other factors on capital availability; competition, including from more established or better financed competitors; and general economic, market and business conditions. For additional risks, please see the Company's management's discussion and analysis for the 12 months ended December 31, 2024 under the heading "Risk Factors", and other disclosure documents available on the Company's SEDAR+ profile at www.sedarplus.ca.

No assurance can be given that the expectations reflected in forward-looking statements will prove to be correct. Although the forward-looking statements contained in this material change report are based upon what management of the Company believes, or believed at the time, to be reasonable assumptions, the Company cannot assure shareholders that actual results will be consistent with such forward-looking statements, as there may be other factors that cause results not to be as anticipated, estimated or intended. Readers should not place undue reliance on the forward-looking statements and information contained in this material change report. The forward-looking information and forward-looking statements contained in this material change report are made as of the date of this material change report, and the Company does not undertake to update any forward-looking information and/or forward-looking statements that are contained or referenced herein, except in accordance with applicable securities laws.