

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

TIMIA Capital Corporation (“**Timia**” or the “**Company**”)
207 - 415 West Cordova Street
Vancouver, British Columbia, V6B 1E5

Item 2: Date of Material Change

November 25, 2019

Item 3: News Release

A news release announcing the material change was issued on November 25, 2019 through CNW Group and a copy was subsequently filed on SEDAR.

Item 4: Summary of Material Change

On November 25, 2019, Timia announced that it has entered into a \$7.5 million credit facility (the “**Facility**”) with Turnham Green Investments Inc. of Vancouver, BC.

Item 5: Full Description of Material Change

On November 25, 2019, Timia announced that it has entered into the Facility with Turnham Green Investments Inc. of Vancouver, BC. The Facility has a one-year term and includes an additional 3 month extension and supports Timia’s future investments into growing software as a service companies in North America with the expectation that 50% of funding for such new investments will be funded from the Facility (the “**Advance Rate**”) and the remaining 50% will be funded from Timia’s balance sheet. The Facility and the Advance Rate, combined with capital from Timia’s own balance sheet, provides for new capacity of up to \$15 million in financing for growing software companies.

Item 6: Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

Not applicable.

Item 8: Executive Officer

Mike Walkinshaw, Chief Executive Officer
Phone: 604-398-8839

Item 9: Date of Report

This Material Change Report is dated as of December 4th, 2019