

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

MOBIO TECHNOLOGIES INC. (the "Company")
#1080 – 789 W. Pender Street, Vancouver, BC V6C 1H2
Telephone: (604) 428-7050

Item 2. Date of Material Change

November 9, 2018

Item 3. News Release

The news release was disseminated through the news dissemination services of TheNewswire on November 9, 2018.

Item 4. Summary of Material Change

The Company announced that its application to issue 3,994,779 common shares in the capital of the Company to settle an aggregate amount of \$359,530 of debt at a deemed price of \$0.09 per common share with two insiders of the Company, has been accepted by the TSX Venture Exchange (the "TSXV"), and the Company has issued 3,994,779 common shares.

Item 5. Full Description of Material Change

Please see the news release attached as Schedule "A" for a full description of the material changed attached hereto.

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

The undersigned is aware of no information of a material nature that has been omitted.

Item 8. Executive Officer

Mr. Laurie Baggio, Chief Executive Officer of the issuer, is knowledgeable about the material change and this report. He can be contacted at (604) 805-7498.

Item 9. Date of Report

Dated November 9, 2018 at Vancouver, British Columbia



MOBIO TECHNOLOGIES INC.

#1080 – 789 West Pender Street, Vancouver, B.C. V6C 1H2

Trading Symbol: TSXV: MBO

Mobio Issues Shares for Debt

Vancouver, B.C. – November 9, 2018 – Mobio Technologies Inc. (TSXV: MBO) (“Mobio” or the “Company”) is pleased to confirm further to its news releases dated November 5, 2018 and November 7, 2018, that the Company’s application to issue 3,994,779 common shares in the capital of the Company (“**Shares for Debt**”) to settle an aggregate amount of \$359,530 of debt at a deemed price of \$0.09 per common share with two insiders of the Company, has been accepted by the TSX Venture Exchange (the “**TSXV**”), and the Company has issued 3,994,779 common shares.

No warrants were issued in connection with the Shares for Debt and all securities issued pursuant to the Shares for Debt transaction will be subject to a statutory hold period which will expire on March 10, 2019, four months and one day from the date of closing of the debt settlements.

Laurie Baggio, the Chief Executive Officer and a Director of the Company, through Phoenix Ventures Inc. received 1,100,563 common shares pursuant to the Shares for Debt transaction.

The number of the common shares of the Company controlled by Mr. Baggio increased from 1,146,737 (prior to the transaction) to 2,247,300 (after the transaction). The percentage of the common shares controlled by Mr. Baggio increased from 6.2% (prior to the transaction) to 10.0% (after the transaction). The acquisition of common shares of the Company by Mr. Baggio through Phoenix Ventures Inc. did not occur through the market and Mr. Baggio may acquire further securities of the Company in the future.

Pursuant to this debt settlement, Lance Tracey, a control person of the Company, has acquired through Code Consulting Limited (“Code”) 2,894,216 common shares of the Company. The number of the common shares of the Company controlled by Mr. Tracey increased from 7,131,593 (prior to the transaction) to 10,025,809 (after the transaction). The percentage of the common shares controlled by Mr. Tracey increased from 38.7% (prior to the transaction) to 44.7% (after the transaction).

After the debt settlement, the number of issued and outstanding common shares of the Company increased from 18,419,433 to 22,414,212.

There was no material undisclosed information at the time of debt settlement.

The issuance of the shares for debt constitutes a Related Party Transaction within the meaning of Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”) and Policy 5.9 - *Protection of Minority Security Holders in Special Transactions* of the TSXV. The Company is relying on exemptions from the formal valuation and minority shareholder approval requirements available under MI 61-101.

About Mobio Technologies Inc.

Mobio is a publicly traded company on the TSX Venture Exchange, headquartered in Vancouver, BC, and runs Strutta.com Media Inc. Strutta is a social promotions platform that helps marketers bring potential customers from stranger to fan to customer, and Strutta’s Promotions API provides a technology platform that facilitates social media competitions and campaigns for global brands. For more information visit www.mobio.net.

For additional information contact:

Laurie Baggio, CEO Tel: 604-805-7498 ir@mobio.net

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Other than statements of historical fact, all statements included in this news release, including, without limitation, statements regarding future plans and objectives of Mobio are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Factors that could cause actual results to differ materially from those expected by Mobio are those risks described herein and from time to time, in the filings made by Mobio with Canadian securities regulators. Those filings can be found on the Internet at: <http://www.sedar.com>.

Neither the TSX Venture Exchange nor its Regulatory 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.