

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Killi Ltd. (formerly Freckle Ltd.) (the “Company”)
100 University Avenue, 5th Floor
Toronto, ON M5J 1V6

Item 2 Date of Material Change(s)

November 4, 2020

Item 3 News Release

A news release was issued by the Company on November 4, 2020 through the newswire services of Newsfile Corp. and was filed under the Company’s profile on the System for Electronic Document Analysis and Retrieval.

Item 4 Summary of Material Change(s)

Effective as of November 4, 2020, the Company’s common shares are now quoted on the OTCQB Venture Market under the stock symbol “MYIDF”. The Company also secured Depository Trust Company eligibility for electronic settlement and transfer of its common shares in the United States, thereby enabling the stock to be traded over a wider network of brokerage firms.

Item 5 Full Description of Material Change(s)

5.1 Full Description of Material Change(s)

a) Description of Material Change(s)

A full copy of the news release is attached hereto as Schedule “A”.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Andrew Elinesky, Chief Financial Officer, T) 416-904-2725

Item 9 Date of Report

November 4, 2020

SCHEDULE "A"

Killi Announces Trading on the OTCQB Venture Market and DTC Eligibility

Listing increases exposure to the US Investment Market.

Toronto, November 4, 2020 – [Killi Ltd.](#) (TSXV: [MyID](#), OTCQB: [MYIDF](#)), ("Killi" or "the Company") a global leader in consumer privacy, is pleased to announce that its common shares are now quoted on the OTCQB Venture Market ("OTCQB Venture") under the stock symbol MYIDF.

The OTCQB Venture exchange is the premier market for early-stage, international, and developing USA companies. Participating companies must be current in their reporting and undergo an annual verification and management certification process. Investors can find real-time quotes and market information at the OTCQB's website [here](#).

In addition to its OTCQB listing, [Killi](#) is pleased to announce that it has secured Depository Trust Company (DTC) eligibility for electronic settlement and transfer of its common shares in the United States, thereby enabling the stock to be traded over a wider network of brokerage firms.

Killi's common shares will continue to trade on the TSX Venture Exchange ("TSXV") under the symbol MYID.

About Killi

Killi is a consumer privacy ecosystem that allows consumers to take back control of their consumer data from those who have been collecting it and selling it unbeknownst to them.

Killi is currently available online or via [iOS](#) or [Android](#) in five countries (US, Canada, Singapore, Australia, and New Zealand). Killi pays users automatically every week a cash Data Dividend™ for the use of their data, making Killi the only company in the world that is fairly compensating users for the purchase of their data.

Killi is also the creator of [uaretheproduct.io](#), a consumer-facing website that allows consumers to determine their data's value broken out by each individual platform.

To learn more about how Killi fairly pays users via its Fair-Trade Data™ program, please visit <https://killi.io/earn>.

Download Killi [here](#).

FOR FURTHER INFORMATION, PLEASE CONTACT:

Andrew Elinesky, CFO
+1-416-904-2725

Neither the TSXV nor its Regulation Services Provider (as defined in the TSXV Manual) accept responsibility for this news release's adequacy or accuracy.

Forward-Looking and Other Cautionary Statements

This news release may contain “forward-looking statements” within the meaning of applicable securities laws, including, but not limited to statements made regarding the ability of the Company’s common shares to be traded over a more comprehensive network of brokerage firms as a result of obtaining DTC eligibility; the OTCQB Venture and its status as the premier market for early-stage and developing U.S. and international companies and the continuance of the Company’s common shares being traded on the TSXV. Forward-looking statements may generally be identified by the use of the words “anticipates,” “expects,” “intends,” “plans,” “should,” “could,” “would,” “may,” “will,” “believes,” “estimates,” “potential,” “target,” or “continue” and variations or similar expressions. These statements are based upon the current expectations and beliefs of management. They are subject to certain risks and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. These risks and uncertainties include, but are not limited to: obtaining DTC eligibility for the Company’s common shares may not result in the common shares of the Company being traded over a wider network of brokerage firms; the OTCQB Venture may not maintain its status as the premiere market for early stage and developing U.S. and international companies; the Company’s common shares may not continue to be traded on the TSXV; the uncertainty surrounding the spread of COVID-19 and the effect it will have on the Company’s operations and economic activity in general; and the risks and uncertainties discussed in our most recent annual and quarterly reports filed with the Canadian securities regulators and available on the Company’s profile on SEDAR at www.sedar.com, which risks and uncertainties are incorporated herein by reference.

This press release does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The securities referred to herein have not been and will not be registered under the Securities Act of 1933, as amended (the “Securities Act”), or with any securities regulatory authority of any state or other jurisdiction in the United States, and may not be offered or sold, directly or indirectly, within the United States or to, or for the account or benefit of, U.S. persons, as such term is defined in Regulation S under the Securities Act (“Regulation S”), except pursuant to an exemption from or in a transaction not subject to the registration requirements of the Securities Act.