Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

DMG Blockchain Solutions Inc. (the "Company")
795 Hwy 395
Christina Lake, BC V0H 1E0

Item 2 Date of Material Change

December 1, 2021

Item 3 News Release

The news release was disseminated through a newswire service and filed on SEDAR on December 1, 2021.

Item 4 Summary of Material Change

On December 1, 2021, the Company announced the appointment of John M. Place as a new Board Director.

Item 5 Full Description of Material Change

Item 5.1 Full Description of Material Change

Please see the attached news release dated December 1, 2021.

Item 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

Sheldon Bennett, Chief Executive Officer
Telephone: 604-710-7269

Item 9 Date of Report

December 1, 2021

DMG Blockchain Solutions Inc. Appoints New Board Director

Highlights:

- **DMG appoints new independent director**
- **DMG to participate in upcoming investor conference**

VANCOUVER, British Columbia, Dec. 1, 2021 (GLOBE NEWSWIRE) -- DMG Blockchain Solutions Inc. (TSX-V: DMGI) (OTCQB: DMGGF) (FSE: 6AX) ("DMG" or the "Company"), a vertically integrated, environmentally friendly blockchain and cryptocurrency technology company, announces today the appointment of John M. Place as a new Board Director.

Mr. Place is an experienced business, legal and compliance leader with an international track record of success in both the public and private sectors. Called to the Bar of Ontario in 2004, he previously practiced law with leading international firms in the areas of corporate finance, mergers and acquisitions and business law. As part of his legal practice, John provided regular advice to issuers on corporate governance matters, including compliance, governance policies and continuous disclosure requirements. Mr. Place is currently based in Ottawa and serves as Director, Compliance & Ethics for Export Development Canada, a federal Crown corporation.

John holds a Bachelor of Arts in Economics from Dalhousie University and a Juris Doctor degree from the University of Victoria, Faculty of Law.

In addition, DMG is pleased to announce that Chief Executive Officer Sheldon Bennett will virtually present at the B. Riley Crypto Conference, which is being held live at the Kimpton Hotel Eventi in New York City on December 8, 2021.

Mr. Bennett will be engaged in one-on-one meetings throughout the conference.

For more information about the B. Riley Crypto Conference visit www.brileysecurities.com or email conference@brileyfin.com.

About DMG Blockchain Solutions Inc.
DMG is an environmentally friendly vertically integrated blockchain and cryptocurrency company that manages, operates, and develops end-to-end digital solutions to monetize the blockchain ecosystem. DMG's sustainable businesses are segmented into two business lines under the Core and Core+ strategies and unified through DMG's vertical integration.
For more information visit the DMG website here to learn more.

Follow @dmgblockchain on Twitter and subscribe to DMG's YouTube channel.

On behalf of the Board of Directors,
Sheldon Bennett, CEO & Director
For additional information, please contact:
DMG Blockchain Solutions Inc.
Email: investors@dmgblockchain.com
Web: www.dmgblockchain.com
Investor Relations Contact:
CORE IR 516-222-2560
For Media Inquiries:
Jules Abraham, CORE IR
julesa@coreir.com

Neither the TSX Venture Exchange nor its Regulation Service Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this news release.

Future changes in the Bitcoin network-wide mining difficulty rate or Bitcoin hashrate may materially affect the future performance of DMG's production of Bitcoin, and future operational results could also be materially affected by the price of Bitcoin and an increase in hashrate mining difficulty.

Cautionary Note Regarding Forward-Looking Information

This news release contains forward-looking information or statements based on current expectations. Forward-looking statements contained in this news release include statements regarding the upcoming conference, events, courses of action, and the potential of the Company's technology and operations, among others, are all forward-looking information.

Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such information can generally be identified by the use of forwarding looking wording such as "may", "expect", "estimate", "anticipate", "intend", "believe" and "continue" or the negative thereof or similar variations. The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company, including but not limited to, market and other conditions, volatility in the trading price of the Common Shares, business, economic and capital market conditions; the ability to manage operating expenses, which may adversely affect the Company's financial condition; the ability to remain competitive as other better financed competitors develop and release competitive products; regulatory uncertainties; access to equipment; market conditions and the demand and pricing for products; the demand and pricing of bitcoins; security threats, including a loss/theft of DMG's bitcoins; DMG's relationships with its customers, distributors and business partners; the inability to add more power to DMG's facilities; DMG's ability to successfully define, design and release new products in a timely manner that meet customers' needs; the ability to attract, retain and motivate qualified personnel; competition in the industry; the impact of technology changes on the products and industry; failure to develop new and innovative products; the ability to successfully maintain and enforce our intellectual property rights and defend third-party claims of infringement of their intellectual property rights; the impact of intellectual property litigation that could materially and adversely affect the business; the ability to manage working capital; and the dependence on key personnel. DMG may not actually achieve its plans, projections, or expectations. Such statements and information are based on numerous assumptions regarding present and future business strategies and the environment in which the Company will operate in the future, including the demand for its products, the ability to successfully develop software, that there will be no regulation or law that will prevent the Company from operating its business, anticipated costs, the ability to secure sufficient capital to complete its business plans, the ability to achieve goals and the price of bitcoin. Given these risks, uncertainties and assumptions, you should not place undue reliance on these forward-looking statements. The securities of DMG are considered highly speculative due to the nature of DMG's business. For further information concerning these and other risks and uncertainties, refer to the Company’s filings on www.SEDAR.com including the annual information form for the year ended September 30, 2020, filed on January 28, 2021.

Factors that could cause actual results to differ materially from those in forward-looking statements include, failure to obtain regulatory approval, the continued availability of capital and financing, equipment failures, lack of supply of equipment, power and infrastructure, failure to obtain any permits required to operate the business, the impact of technology changes on the industry, the impact of Covid-19 or other viruses and diseases on the Company's ability to operate, secure equipment, and hire personnel, competition, security threats including stolen bitcoins from DMG or its customers, consumer sentiment towards DMG's products, services and blockchain technology generally, failure to develop new and innovative products, litigation, increase in operating costs, increase in equipment and labor costs, decrease in the price of Bitcoin, failure of counterparties to perform their contractual obligations, government regulations, loss of key employees and consultants, and general economic, market or business conditions. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The reader is cautioned not to place undue reliance on any forward-looking information. The forward-looking statements contained in this news release are made as of the date of this news release. Except as required by law, the Company disclaims any intention and assumes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Additionally, the Company undertakes no obligation to comment on the expectations of, or statements made by third parties in respect of the matters discussed above.