

**FORM 51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

The Streetwear Corporation (“**Streetwear**” or the “**Corporation**”)  
133 Richmond St. West, Suite 403  
Toronto, Ontario M5H 2L3

**Item 2 Date of Material Change**

March 11, 2015

**Item 3 News Release**

A news release was disseminated on March 15, 2015 via a Canadian news wire service. A copy of the press release has been filed on SEDAR and is attached hereto as Schedule “A”.

**Item 4 Summary of Material Change**

The Corporation announces that it has executed an agreement in principle with MezzaCap GmbH, an international technology company concentrating on block chain technologies and cryptocurrencies.

**Item 5 Full Description of Material Change**

Please refer to Item 4 and Schedule “A” attached hereto.

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

Not applicable.

**Item 7 Omitted Information**

No information has been omitted on the basis that it is confidential information.

**Item 8 Executive Officer**

Peter Lukesch  
Telephone: (416) 603 2114

**Item 9 Date of Report**

March 15, 2015

## PRESS RELEASE

# THE STREETWEAR CORPORATION

133 Richmond St. W., Suite 403 • Toronto • Ontario • M5H 2L3  
T: (416) 603-2114 • [office@the-streetwear.co](mailto:office@the-streetwear.co) • Trading Symbol ARP

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### FOR IMMEDIATE RELEASE

#### STREETWEAR ANNOUNCES AGREEMENT TO ACQUIRE MEZZACAP

March 11, 2015, Toronto, Ontario – The Streetwear Corporation (“**Streetwear**” or the “**Company**”) is pleased to announce that it has executed an agreement-in-principle (the “**AiP**”) with MezzaCap GmbH (“**MezzaCap**”) and its sole shareholder, MobileUp GmbH (“**MobileUp**”) pursuant to which the Company will acquire from MobileUp 100% of the issued and outstanding shares of MezzaCap (the “**MezzaCap Shares**”), a private international investment company concentrating on “block chain” technologies and cryptocurrencies such as bitcoins (the “**Transaction**”). The Transaction will represent a “fundamental change” pursuant to the policies of the Canadian Securities Exchange (“**CSE**”). It is expected that the CSE will halt the stock of the Company pending the completion of the Transaction.

Pursuant to the AiP, Streetwear will acquire the MezzaCap Shares in consideration of an issuance to MobileUp of 83,287,265 common shares in the capital of the Company (the “**Share Consideration**”). Upon completion of the Transaction, the Share Consideration held by MobileUp will represent approximately 51% of the issued and outstanding common shares of the Company.

In addition, MobileUp can earn up to 83,746,586 common shares in the capital of the Company (the “**Bonus Consideration**”) if certain performance milestones are met on or before December 31, 2015. If earned in full, and when issued, the Bonus Consideration, when added to the Share Consideration held by MobileUp, will represent 65% of the issued and outstanding common shares of the Company. All percentage ownership amounts of MobileUp assume that there are no further common share issuances other than issuances related to the financing and the finder’s fee (the “**Finder’s Fee**”) described below.

A Finder’s Fee of 6% of the issued and outstanding common shares issued to MobileUp will be reserved to be issued to an unrelated financial advisor once the Transaction is completed and the Bonus Consideration fully earned and paid.

The Company further announces a non-brokered private placement financing of units (each, a “**Unit**”) of securities of the Company (the “**Offering**”) for aggregate gross proceeds of up to \$300,000 at a price of \$0.05 per Unit with each Unit comprising one common share of the Company and one warrant to acquire one common share of the Company exercisable for a period of two years following the closing of the Offering at an exercise price of \$0.10 per share. The proceeds of the Offering will be used to acquire privately owned companies that are in the business of providing services related to bitcoin applications.

Additionally, in connection with the completion of the Transaction, Streetwear will change its business focus to invest in “block chain” technologies and cryptocurrencies and attempt to expand on MezzaCap’s recent success with “bitcoin” related projects and ownership of growth-oriented “bitcoin” payment websites.

The Company intends to change its name to “MezzaCap Corporation” upon the completion of the Transaction.

Streetwear’s chief executive officer, Mr. Peter Lukesch commented: “We are very excited about the new direction of the Company into an industry redefining the usage of the internet through technologies that have been developed only recently, nevertheless, showing already a growth rate comparable only with the invention of the internet itself some 20 years ago.”

The completion of the Transaction is subject to the approval of the Canadian Securities Exchange and the Company’s shareholders which the Company intends to obtain at the Annual Shareholder Meeting which will be held as soon as practicable.

For more information, please contact:

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and President  
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Investor Relations VP  
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#### **FORWARD LOOKING INFORMATION**

This press release contains forward-looking information which is not comprised of historical facts. Forward-looking information involves risks, uncertainties and other factors that could cause actual events, results, performance and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward-looking information contained or referred to in this press release includes, but may not be limited to, statements relating to the completion of the Transaction, the issuance of the Share Consideration, the issuance of the Bonus Consideration, the proposed financing and the intended use of proceeds in connection therewith, Streetwear’s change of focus and plans following the completion of the Transaction and its intended name change.

Factors that could cause actual results to differ materially from those described in such forward-looking information include, but are not limited to, the termination of the AiP by any party, the failure by Streetwear or MezzaCap to satisfy or waive any conditions precedent to the completion of the Transaction (including the receipt of any necessary regulatory approvals), the inability to complete the Transaction generally, the inability to complete the financing; the inability to identify appropriate companies to acquire and the failure to obtain shareholder and regulatory approvals necessary to complete the Transaction .

The forward-looking information in this press release reflects the current expectations, assumptions and/or beliefs of Streetwear based on information currently available to Streetwear. In connection with the forward-looking information contained in this press release, Streetwear has made assumptions about: Streetwear’s business, MezzaCap’s business, the economy and the cryptocurrency industry in general; and Streetwear’s ability to complete the Transaction, the financing and its ability to obtain shareholder and regulatory approvals. Although Streetwear believes that the assumptions inherent in the forward-looking information are reasonable, forward-looking information is not a guarantee of future performance and accordingly undue reliance should not be put on such information due to the inherent uncertainty therein. Any forward-looking information speaks only as of the date on which it is made and, except as may be required by applicable securities laws, Streetwear disclaims any intent or obligation to update any forward-looking information, whether as a result of new information, future events or results or otherwise.