

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 *Name and Address of Company*

Fundamental Applications Corp. (the "**Company**")
242 - 515 West Pender Street, Vancouver, British Columbia V6B 6H5

Item 2 *Date of Material Change*

January 15, 2015

Item 3 *News Release*

A news release was issued and disseminated on January 15, 2015 and filed with SEDAR and the Canadian Securities Exchange on January 21, 2015.

Item 4 *Summary of Material Change(s)*

The Company is pleased to announce the appointment of Nicholas Miller as Executive Chairman and that Ali Saheli has joined its advisory board.

Item 5 *Full Description of Material Change*

5.1 Full Description of Material Change

See news release attached 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*

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

Item 8 *Executive Officer*

Justin Rasekh, President, CEO and Director
778.998.4235 or Justin@funappcorp.com

Item 9 *Date of Report*

January 21, 2015

SCHEDULE "A"



242 – 515 West Pender Street
Vancouver, BC V6B 6H5

Fundamental Applications corporate update.

Vancouver, B.C. – (January 15, 2015) **Fundamental Applications Corp.** ("**Fundamental**") (CSE: FUN) is pleased to announce that Nicholas Miller has been named Executive Chairman, and Ali Saheli has joined the advisory board.

Mr. Miller is a veteran technology entrepreneur who has founded numerous private and publicly traded technology companies in the US and Canada. Mr. Miller is a recognized expert on mobile and wireless technologies and founded AirPatrol Corporation, which is focused on wireless security solutions for the intelligence, defence, and enterprise sectors and was recently acquired by Sysorex Global Holdings Corp. (NASDAQ:SYRX). Mr. Miller has served on the board of directors of a number of private and publicly traded companies and not-for-profit organizations in the US and Canada, and currently serves as the Chairman and CEO of Santa Monica Capital Corporation.

Mr. Saheli graduated with a Masters degree in computer engineering from the University of Southampton. He then worked at Recon Instruments and Trulioo where he built their respective social networking platforms. Currently, he is co-founder and CEO at VC-backed Foro Technologies Inc. Foro Technologies has two consumer products targeting Millennials: The Truth and Foro. Foro is a student market place app. The Truth app was one of the top 100 social messaging apps in the iTunes store in 2014, and has been featured in Mashable, Tech Crunch, Venture Beat and Betakick.

"We are very excited to have Ali and Nick both in their respective roles as Fundamental continues to grow our portfolio of products. Nick is a pioneer in the mobile and tech space, and has a proven track record in fundraising and selling technology companies. Ali has created and marketed highly praised apps, and continues to be a leader in this rapidly growing sector. We are very lucky to have them on board." said Justin Rasekh, C.E.O of Fundamental Applications

About Fundamental

Fundamental Applications Corp. was founded in 2014 to launch innovative mobile applications targeted at millennials. Millennials are described as a demographic born between 1980 and 2000 into a digital world with significant discretionary income. Fundamental launched their first application, Serum™, earlier this month. Serum™ is an innovative and unique mobile chat application which enables users to post questions and have text conversations with a group of their friends anonymously; nobody involved in the conversation is aware of who in the group is responding. Serum™ also provides control to the users over conversations they initiate, such as adding or removing participants. Serum™ goes beyond existing applications such as Whisper and Secret, which only allow for one-way conversations, by creating an interactive way of sharing. Serum™ also goes above and beyond in terms of implementing protocols for anti-bullying. Fundamental intends to launch additional apps targeting privacy, anonymity and chat once it has built a large Serum™ user base.

Further information about the Fundamental is available under its profile on the SEDAR website www.sedar.com and on the CSE website www.thecse.com.

For further information on Fundamental, please contact:

Justin Rasekh
President & Chief Executive Officer
Telephone 778.998.4235
Email: justin@funappcorp.com

www.funappcorp.com

Forward-Looking Information:

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of Fundamental. Forward-looking information is based on certain key expectations and assumptions made by the management of Fundamental. Although Fundamental believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because Fundamental can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. Fundamental disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.