

Form 51-102F3
Material Change Report

MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF NATIONAL INSTRUMENT 51-102

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS “CONFIDENTIAL”.

Item 1. Name and Address of Company

Fundamental Applications Corp. (the “Company”)
242 – 515 West Pender Street,
Vancouver, B.C.
V6B 6H5

Item 2. Date of Material Change

July 1, 2015

Item 3. News Release

The news release was disseminated through CSE, BC Securities Commission, Alberta Securities Commission, Ontario Securities Commission, Stockwatch and Market News.

Item 4. Summary of Material Change

Fundamental Applications Corp. (“Fundamental”) (CSE:FUN), a leading developer of innovative, millennial-targeted smartphone applications today announced the signing of a Financial Advisor Consulting contract with Prodigy Capital Corp. (“Prodigy”). The purpose of this strategic relationship is to support communications initiatives with existing investors and to help grow the company’s investor base.

Item 5. Full Description of Material Change

Fundamental Applications Corp. (“Fundamental”) (CSE:FUN), a leading developer of innovative, millennial-targeted smartphone applications today announced the signing of a Financial Advisor Consulting contract with Prodigy Capital Corp. (“Prodigy”). The purpose of this strategic relationship is to support communications initiatives with existing investors and to help grow the company’s investor base.

With offices in Vancouver BC and Toronto Ontario, Prodigy is one of Canada’s leading private equity and merchant banking consultancies. They plan to develop a campaign for Fundamental designed to elevate the company’s profile and

recognition amongst the Canadian investment community. To accomplish this, Prodigy will build an investor audience by conducting roadshows and coordinating communication between the Fundamental management team and investment professionals.

“Fundamental Applications is the perfect addition to Prodigy’s client roster,” said Kia Besharat, Managing Partner at Prodigy. “We are very selective with respect to the companies we choose to work with based on the strength of their product offering, the opportunity in the market, and the skills and capabilities of their core management team. Fundamental offers innovation in a market ripe for disruption with a team capable of carrying out their vision. We are happy to help them tell their unique story to the Canadian capital markets community.”

“Prodigy has a proven and effective approach to accessing growth capital in mature markets,” commented Richard Whitehead, CEO of Fundamental. “Their ability to build brand awareness while championing the core values of an institution is unparalleled. I feel strongly that working with Prodigy will help us tell our story to investors across Canada.”

Fundamental will pay Prodigy a monthly retainer of \$5,000 and the equivalent of \$7,500 in common shares per month, at a share value based on the closing price of Fundamental shares on the last day of each financial quarter end. The consulting contract is for a twelve (12) month term and may be terminated by either party at any point upon thirty days written notice, following the first 30 days of the contract. Fundamental will also grant Prodigy 440,000 common share purchase warrants, exercisable at a price of \$0.30, for two (2) years.

Neither Prodigy, nor any Prodigy principals, have any interest, directly or indirectly, in Fundamental or its securities. The warrant grant described above is subject to any approvals required by the CSE.

About Prodigy Capital Corp.

Prodigy Capital Corp. is a leading Canadian private equity and merchant banking firm headquartered in Vancouver and Toronto. The firm delivers industry-leading experience to companies in all stages of advancement in connection with mergers, acquisitions, financings, and risk management transactions.

About Fundamental

Fundamental Applications Corp. (CSE:FUN) designs, develops, markets, and acquires innovative mobile applications targeted at the “Millennials” generation; people born in an age of digital technology, internet access, and smart phones. This demographic is an early adopter of mobile technology, has significant discretionary income, and is lifestyle driven with a willingness to try new things. Their three leading mobile platforms are Foro: a peer-to-peer mobile ecommerce marketplace, Truth: a one-to-one anonymous messaging app previously listed in the top 100 social networking apps in the Apple App Store, and Serum™: an app that enables users to post questions to their friends and receive answers anonymously.

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

Nothing in this form is required to be maintained on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officers

Richard Whitehead, CEO
Phone: (604) 563-4225

Item 9. Date of Report

Dated at Vancouver this 23rd day of July, 2015.

By: Fundamental Applications Corp.

"Richard Whitehead"

Richard Whitehead, CEO