

Form 51-102F3
Material Change Report

1. Name and Address of Company

Imagination Park Entertainment Inc.
700-838 W Hastings Street
Vancouver, BC, V6C 0A6

(the "Company")

2. Dates of Material Change(s)

September 28, 2017

3. News Release(s)

A news release was issued on September 28, 2017 and disseminated via The Newswire pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

Imagination Park closes a non-brokered private placement financing.

5. Full Description of Material Changes

News Releases dated September 28, 2017 – See Schedule "A"

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

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Alen Paul Silverstieen, President & CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (917) 567-5207.

9. Date of Report

This report is dated September 28, 2017

SCHEDULE "A"
to the Material Change Report dated September 28, 2017

Imagination Park Completes Original VR Productions

Vancouver, B.C. – September 28, 2017 – Imagination Park Entertainment Inc. (CSE: IP) (OTCQB: IPNFF) ("**Imagination Park**" or the "**Company**") is pleased to announce the completion and upcoming release of three original virtual reality ("**VR**") productions as well as a non-brokered private placement financing.

VR Productions:

"Invasion": Planned to be released in 2017: when an alien ship mysteriously devours everything in its path, one woman (played by model Andrea Katic) fights back. This creation, featuring cutting-edge visual effects, is produced by Gabriel Napora, Yas Taalat and Rocky Mudaliar as well as directed by Chris Le, the director of *Juarez 2045*.

"Singularity": Also planned for release in 2017: left for dead after a hit-and-run, a young teacher undergoes an experimental procedure to install an A.I. chip in her brain. After recovering, she uses her superhuman powers to stop a hacker from exterminating humanity with our own mobile devices. Produced by Gabriel Napora and Yas Taalat, directed by Matt Nefdt.

"Muti": Planned to be released in 2017: Set in South Africa in the not too distant future, detective Tobi Nala is investigating a series of gruesome murders which are believed to have been linked to witchcraft. Nala is tipped off a suspect is selling human body parts to a traditional healer. She tries to intercept the transaction and chases the subject through a train station leading her to an underground tunnel. The suspect escapes but she is drawn in by sounds of people chanting, as she approaches she witnesses a ritual human sacrifice being offered to an alien being. Muti is also produced by Gabriel Napora and Yas Taalat, directed by Matt Nefdt.

Michael Bisping VR Series:

The website for the Michael Bisping Project is up at www.themichaelbispingproject.com which contains the teaser along with sponsorship opportunities.

Michael Bisping stated: "This is the first time in history that any UFC Champion has allowed virtual reality to come inside the training camp."

Financing:

The Company also announces the closing of a non-brokered private placement financing ("**Private Placement**") for gross proceeds of C\$192,000 through the issuance of 800,000 units ("**Units**") at a price of C\$0.24 per Unit. Each Unit comprised of one common share and one-half of one share purchase warrant, with each whole warrant entitling the holder to purchase one additional common share for a period of up to 24-

months from the date of issue at a price of C\$0.32, subject to accelerated expiry in certain circumstances.

In addition, the Company has paid an arm's length finder a fee of C\$4,800 and issued 60,000 finder's units (the "**Finders Units**") with each Finders Unit having the same terms as the Units.

The net proceeds of the Private Placement will be used to aid in the Company's ongoing efforts to create and deliver transformational experiences through the production and distribution of intellectual property for film and virtual reality, mixed reality and augmented reality technology as well as for general corporate purposes.

About Imagination Park: Imagination Park Entertainment Inc., a publicly traded company in Canada (CSE: IP) and the USA (OTC: IPNFF) is an emerging digital content production company, working with talented filmmakers around the world to bring conventional as well as virtual reality, augmented reality, and mixed reality content to life. The Company headquarters are located in Vancouver, BC, Canada. Imagination Park has recently expanded into the China market and also maintains local executive representation.

For more information or to explore working with Imagination Park, please email info@imaginationpark.com, or visit www.imaginationpark.com.

ON BEHALF OF THE BOARD,

Alen Paul Silverstieen
President & CEO

<https://www.facebook.com/imaginationparkentertainment/>

<https://www.instagram.com/imagination.park/>

<https://twitter.com/imaginationpent?lang=en>