

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

PUF Ventures Inc. (the “Company”)
#804-750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

September 23, 2016.

Item 3: News Release

A news release was issued and disseminated on September 23, 2016 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced the appointment of Joseph Perino as a director of the Company and Brent Raymond Wickens as a member of the Company’s Advisory Board Committee. To facilitate these changes, Joseph Perino has stepped down as a member of the Company’s Advisory Board Committee and Christopher P. Cherry has stepped down as a director of Company but will remain as CFO of the Company.

Additionally, the Company announces that, further to its news release dated September 22, 2016 that announced the grant of stock options to its directors, officers and consultants, the Company wishes to amend the stock option exercise price to increase the exercise price from \$0.18 per common share to \$0.235 per common share.

Item 5: Full Description of Material Change

The Company announced the appointment of Joseph Perino as a director of the Company and Brent Raymond Wickens as a member of the Company’s Advisory Board Committee. To facilitate these changes, Joseph Perino has stepped down as a member of the Company’s Advisory Board Committee and Christopher P. Cherry has stepped down as a director of Company but will remain as CFO of the Company.

Brent Raymond Wickens was a member of The Toronto Police Service from August 21, 1973 to April 1, 2001. During Mr. Wickens’ tenure with the Toronto Police Service he worked as a Training Officer, Warrant Officer, Drug Investigator, including surveillance and undercover operations and a Community Response Officer. Mr. Wickens also worked in the Criminal Investigation area.

Mr. Wickens was responsible for enforcing statutes contained within the Criminal Code of Canada, The Youth Criminal Justice Act, including summary conviction, dual procedure and hybrid offences as well as indictable offense against persons and property. Mr. Wickens also has extensive experience in the enforcement of the Controlled Drugs and Substance Act and its predecessor act the Narcotic Control Act.

Additionally, the Company announces that, further to its news release dated September 22, 2016 that announced the grant of stock options to its directors, officers and consultants, the Company wishes to amend the stock option exercise price to increase the exercise price from \$0.18 per common share to \$0.235 per common share.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

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Item 9: Date of Report

September 23, 2016.