

FORM 51-102F3

Material Change Report

1. Name and Address of Company:

Whattozee Networks Inc.
P.O. Box 10322, Pacific Centre
Suite 1450 – 701 West Georgia Street
Vancouver, BC V7Y 1G5

(the "Company")

2. Date of Material Change:

January 30, 2017

3. News Release:

A news release was disseminated on January 30, 2017, and was subsequently filed on SEDAR.

4. Summary of Material Change:

Whattozee Networks Inc. (Formerly - Bama Gold Corp) is pleased to report that effective January 30, 2017 it has closed the first tranche of the non-brokered private placement as announced November 18, 2016.

5. Full Description of Material Change:

Whattozee Networks Inc. (Formerly - Bama Gold Corp) is pleased to report that effective January 30, 2017 it has closed the first tranche of the non-brokered private placement as announced November 18, 2016.

The Company issued 6,400,000 common shares at \$0.05 per share for gross proceeds of \$320,000. Immediately following the private placement issuance, and in conjunction with the name change and share consolidation that was deemed effective on January 25, 2017, the Company has 11,548,405 common shares issued and outstanding.

Securities issued under the placement are subject to a four-month hold period, which will expire four months from the date of closing. The proceeds from the placement will be used for general working capital purposes.

The Company expects to close a final tranche of the private placement for up to \$180,000 via the issuance of up to 3,600,000 common shares prior to the end of February 2017.

For more information, please contact Karl Kottmeier, President, at (604) 689-7422.

6. **Reliance on Subsection 7.1(2) of the National Instrument 51-102 *Continuous Disclosure Obligations*:**

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer Knowledgeable of Material Change:**

Karl Kottmeier, President
Telephone: (604) 689-7422

9. **Date of Report:**

January 30, 2017

WHATTOZEE NETWORKS INC.

By: “Karl Kottmeier”
President
(Official Capacity)
Karl Kottmeier
(Please print here name of individual whose
signature appears above.)