

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Mogo Finance Technology Inc. (the “Corporation”)
680-375 Water Street
Vancouver, British Columbia
V6B 5C6

Item 2 Date of Material Change

June 25, 2015

Item 3 News Release

A news release attached hereto as Schedule “A” was disseminated on June 25, 2015 by Canada Newswire.

Item 4 Summary of Material Change

On June 25, 2015 the Corporation announced that it successfully completed an initial public offering of its common shares. In connection with the initial public offering, the Corporation issued 5,000,000 common shares at a price of Cdn\$10 per common share for aggregate gross proceeds to the Corporation of Cdn\$50 million.

Item 5 Full Description of Material Change

See the press release attached as Schedule “A” for further information.

On June 25, 2015 the Corporation completed an initial public offering of 5,000,000 common shares at a price of Cdn\$10 per common share for aggregate gross proceeds to the Corporation of Cdn\$50 million.

The Corporation’s common shares began trading on the Toronto Stock Exchange under the symbol “GO” on June 25, 2015.

The offering was made through a syndicate of underwriters led by BMO Capital Markets and Cormark Securities Inc. as joint bookrunners, and comprised of Canaccord Genuity Corp., CIBC World Markets Inc. and National Bank Financial Inc. (collectively, the “Underwriters”).

The Corporation has granted the Underwriters an option, exercisable in whole or in part for a period of 30 days following the closing of the offering, to purchase up to an additional 750,000 common shares of the Corporation at Cdn\$10 per share to cover over-allotments, if any.

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Gregory Feller, the President and Chief Financial Officer of the Corporation is knowledgeable about the material change described above. His business telephone number is 1-800-980-6646

Item 9 Date of Report

June 30, 2015

SCHEDULE "A"

Please see attached.



Mogo Completes Initial Public Offering

Company's shares to commence trading today on Toronto Stock Exchange

***NOT FOR DISTRIBUTION TO UNITED STATES WIRE SERVICES OR DISSEMINATION
IN THE UNITED STATES.***

Vancouver, British Columbia, June 25, 2015 – Mogo Finance Technology Inc., Canada's online lending platform, today announced it has successfully completed an initial public offering of its common shares. In connection with the initial public offering, Mogo issued 5,000,000 common shares at a price of Cdn\$10 per share, resulting in aggregate gross proceeds to Mogo of Cdn\$50 million. Mogo's common shares will begin trading today on the Toronto Stock Exchange under the symbol "GO".

"Our IPO represents a major milestone for the company and provides us with additional capital to fuel continued growth," said David Feller, Founder & CEO of Mogo. "We believe we are at the early stages of a significant growth opportunity. The consumer credit market is moving increasingly to an online and mobile world, and Mogo is well positioned to take advantage of this. Through our technology-driven platform, which has originated over 900,000 loans since 2007, we can provide a more efficient customer experience and better product offering."

Mr. Feller continued: "Today, we offer consumer loans with a range of rates covering the full spectrum of credit, including loans up to \$35,000 with rates starting as low as 5.9%. Our goal is to continue extending our socially responsible brand to new products and markets, bringing Canadians a new level of convenience, simplicity and transparency."

The offering was made through a syndicate of underwriters led by BMO Capital Markets and Cormark Securities Inc. as joint bookrunners, and comprised of Canaccord Genuity Corp., CIBC World Markets Inc. and National Bank Financial Inc. Mogo has granted the underwriters an option, exercisable in whole or in part for a period of 30 days following the closing of the offering, to purchase up to an additional 750,000 common shares at Cdn\$10 per share.

LaBarge Weinstein LLP acted as counsel to Mogo and Stikeman Elliott LLP acted as counsel to the underwriters.

No securities regulatory authority has either approved or disapproved the contents of this press release. This press release is for information purposes only and does not constitute an offer to

sell or a solicitation of an offer to buy any securities of Mogo Finance Technology Inc. in any jurisdiction. These securities have not been and will not be registered under the United States Securities Act of 1933, as amended or any U.S. state securities law and may not be offered or sold in the United States except in compliance with the registration requirements of said Act and applicable U.S. state securities laws or pursuant to an exemption therefrom.

About Mogo

Mogo's mission is to leverage technology and design to offer socially responsible financial solutions that help Canadians stay in control of their financial health. Our online lending platform brings consumers a new level of convenience, simplicity and transparency compared with traditional financial services firms. By leveraging our proprietary credit risk decisioning model we are able to offer credit to the full spectrum of consumers at rates that we believe are generally lower than the rates charged by traditional institutions for comparable products. Our solution includes personal loans of up to \$35,000, with rates starting as low as 5.9%, and a free prepaid Mogo Visa card that offers consumers a responsible alternative to credit cards. In addition, our unique Level Up program provides those with less than perfect credit a clear path to even lower rates over time. These advantages have allowed us to originate over 900,000 loans and acquire more than 100,000 members.

Forward-Looking Statements

This news release contains "forward-looking statements" within the meaning of applicable Canadian securities legislation. Forward-looking information includes, but is not limited to, statements regarding the future growth of Mogo's business and its intention to expand into other products and markets. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by management, are inherently subject to significant business, economic and competitive uncertainties and contingencies. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual financial results, performance or achievements to be materially different from the estimated future results, performance or achievements expressed or implied by those forward-looking statements and the forward-looking statements are not guarantees of future performance. Mogo's growth and its ability to expand into new products and markets are subject to a number of conditions, many of which are outside of Mogo's control. For a description of the risks associated with Mogo's business please refer to the long form prospectus dated June 18, 2015 and available at www.SEDAR.com. Except as required by law, Mogo disclaims any obligation to update or revise any forward-looking statements, whether as a result of new information, events or otherwise.

For further information:

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