

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Entheos Capital Corp. (the “Company”)
Suite 1500 – 409 Granville Street,
Vancouver, BC V6C 1T2

Item 2 Date of Material Change

February 14, 2020

Item 3 News Release

A news release was disseminated on February 14, 2020 through the facilities of Canada News Wire.

Item 4 Summary of Material Change

The Company announces the appointment of a new CEO and CFO.

Item 5 Full Description of Material Change

The Company announces the appointment of Brayden R. Sutton as the new CEO and Samantha Shorter as the new CFO.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Brayden R. Sutton is knowledgeable about the material change and the Report and may be contacted (778) 656-0377.

Item 9 Date of Report

April 9, 2020.