

Form 51-102F3

Material Change Report

Item 1 Name and Address of Issuer

Web3 Ventures Inc. (formerly La Jolla Capital Inc.) (the “**Issuer**”)
Suite 409, 22 Leader Lane,
Toronto, ON M5E 0B2

Item 2 Date of Material Change

April 13, 2022

Item 3 News Release

The news release was filed on SEDAR on April 13, 2022.

Item 4 Summary of Material Change

The Issuer announced the appointment of Stan Fainzilberg as the Issuer’s Chief Executive Officer.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the attached news release.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Kirill Kompaniyets, Interim Chief Financial Officer
Business Telephone: 416-418-6949

Item 9 Date of Report

April 19, 2022

NEWS RELEASE

LA JOLLA REPORTS 2022 AGSM RESULTS

Vancouver, B.C., Canada – April 13, 2022 – La Jolla Capital Inc. (the "Company"), a reporting issuer in British Columbia, Alberta and Ontario, is pleased to announce the voting results from its annual general and special meeting held on April 13, 2022 in Vancouver, British Columbia (the "**Meeting**"). A total of 5,775,342 common shares representing 69.31% of the issued and outstanding shares of the Company were represented at the Meeting. All matters submitted to the shareholders for approval as set out in the Company's Notice of Meeting and Management Information Circular, dated March 11, 2022, were approved by an overwhelming majority of votes cast at the Meeting.

Number of Directors

Shareholders approved the setting the number of directors at three.

Election of Directors

The shareholders elected the following slate of directors:

Stan Fainzilberg;
Kirill Kompaniyets; and
Gerald Kelly

Appointment of Auditors

Adam Sung Kim Ltd. was reappointed as Auditor of the Company for the ensuing year with remuneration to be fixed by the board of directors.

Consolidation of Common Shares

Shareholders approved the consolidation of the Company's shares on a ten (10) for one (1) basis.

Company Name Change

Shareholders approved the change of the Company's name from "La Jolla Capital Inc." to "Web3 Ventures Inc."

Approval of By-Law No. 1

Shareholders approved the By-law No. 1 of the Company substantially in the form attached to the Management Information Circular.

20% Rolling Stock Option Plan

Shareholders approved the adoption of a 20% rolling incentive stock option plan for the Company.

Restricted Share Unit Plan

Shareholders approved the new restricted share unit plan for the Company.

The Company is also pleased to announce the appointment of Mr. Stan Fainzilberg as the Company's Chief Executive Officer effective April 13, 2022. Mr. Gerald Kelly has resigned as the Chief Executive Officer effective immediately but will remain as an independent director of the Company.

ON BEHALF OF THE BOARD OF DIRECTORS

Kirill Kompaniyets, Director

For further information, please contact

Kirill Kompaniyets
Telephone: (416) 418-6949

Forward-Looking Information:

This press release may include "forward-looking information" (as that term is defined by Canadian securities legislation), concerning the Company's business. Forward-looking information is based on certain key expectations and assumptions made by the Company's management, including future plans for the Company. Although the Company believes that such expectations and assumptions are reasonable, investors should not rely unduly on such forward-looking information as the Company can give no assurance they will prove to be correct. Forward-looking statements in this press release are made as of the date of this press release. The company disclaims any intent or obligation to publicly update any forward-looking information (whether as a result of new information, future events or results, or otherwise) other than as required by applicable securities laws.