

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Stralak Resources Inc. (the “Company” or “Stralak”)
1049 Chilco Street
Suite 405
Vancouver, BC
V6G 2R7

Item 2: Date of Material Change

December 22, 2020.

Item 3: News Release

A news release was issued and disseminated on December 22, 2020 and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule “A”.

Item 4: Summary of Material Change

The Company announced that it has completed its previously announced non-brokered private placement for aggregate gross proceeds of up to \$85,000 (the “**Private Placement**”), through the issuance of 85,000,000 common shares in the share capital of the Company (“**Common Shares**”), at a price of \$0.001 per Common Share.

Two directors of the Company have participated in the Private Placement. Accordingly, such participation is considered a “related party transaction” under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). However, such participation is exempt from the formal valuation and majority of the minority shareholder approval requirements set out in MI 61-101.

Item 5.1: Full Description of Material Change

The material change is fully described in the Company’s press release, which is attached as Schedule “A” and is incorporated herein.

The following supplementary information is provided in accordance with Section 5.2 of MI 61-101. The participation of the directors is exempt from the formal valuation and majority of the minority shareholder approval requirements set out in MI 61-101 since at the time the transaction was agreed to: (i) the securities of the Company were not listed or quoted on one of the exchanges or markets specifically identified in MI 61-101; (ii) neither the fair market value of the securities to be distributed in the Private Placement, nor the consideration to be received for those securities, insofar as the transactions involves interested parties, exceeds \$2,500,000; and (iii) the Company has one or more independent directors and, at least two thirds of said independent directors approved the transaction, as required pursuant to sections 5.5 and 5.7 of MI 61-101. The Company did not file a material change report related to the Private Placement more than 21 days before the expected closing of the Private Placement as required by MI 61-101 since the Company requires the consideration it will receive in connection with the Private Placement immediately for working capital purposes.

(a) a description of the transaction and its material terms:

The Company issued 85,000,000 Common Shares at a price of \$0.001 per unit for gross proceeds of \$85,000. All Common Shares issued pursuant to the Private Placement are subject to a statutory hold period of four months plus one day from the date of issuance, in accordance with applicable securities legislation.

(b) the purpose and business reasons for the transaction:

The net proceeds from the Private Placement will be used for general working capital purposes.

(c) the anticipated effect of the transaction on the Company's business and affairs:

The net proceeds of the Private Placement will improve the financial position of the Company and will allow the Company to meet their financial obligations.

(d) a description of:

(i) the interest in the transaction of every interested party and of the related parties and associated entities of the interested parties:

In connection with the Private Placement:

9801871 Canada Inc., a corporation controlled by Aaron Meckler, director, chief executive officer and chief financial officer of the Company, acquired 45,000,000 Common Shares.

2694057 Ontario Ltd., a corporation controlled by Daniel Talkins, a director of the Company, acquired 28,333,330 Common Shares.

Amuka Holdings Ltd., a corporation controlled by Benjamin Feferman, acquired 11,666,670 Common Shares.

ii) the anticipated effect of the transaction on the percentage of securities of the Company, or of an affiliated entity of the Company, beneficially owned or controlled by each person or company referred to in subparagraph (i) for which there would be a material change in that percentage:

Following the acquisition of the Common Shares:

9801871 Canada Inc. will own or control, directly or indirectly, an aggregate of 45,000,000 Common Shares, representing 46.12% of the issued and outstanding Common Shares of the Company.

2694057 Ontario Ltd. will own or control, directly or indirectly, an aggregate of 28,333,330 Common Shares, representing 29.04% of the issued and outstanding Common Shares of the Company.

Amuka Holdings Ltd. will own or control, directly or indirectly, an aggregate of 11,666,670 Common Shares, representing 11.95% of the issued and outstanding Common Shares of the Company.

(e) unless this information will be included in another disclosure document for the transaction, a discussion of the review and approval process adopted by the board of directors and the special committee, if any, of the Company for the transaction, including a discussion of any materially contrary view or abstention by a director and any material disagreement between the board and the special committee:

A written consent resolution of board of directors of the Company was passed on December 18, 2020, including the disinterested director of the Company, in accordance with the *Business Corporations Act* (British Columbia) approving the Private Placement and all transactions contemplated thereunder. No special committee was established in connection with the Private Placement and no materially contrary view or abstention was expressed or made by any director of the Company.

(f) A summary in accordance with section 6.5 of MI 61-101, of the formal valuation, if any, obtained for the transaction, unless the formal valuation is included in its entirety in the material change report or will be included in its entirety in another disclosure document for the transaction:

Not applicable.

(g) disclosure, in accordance with section 6.8 of MI 61-101, of every prior valuation in respect of the Company that relates to the subject matter of or is otherwise relevant to the transaction:

(i) that has been made in the 24 months before the date of the material change report:

Not applicable.

(ii) the existence of which is known, after reasonable enquiry, to the Company or to any director or officer of the Company:

Not applicable.

(h) the general nature and material terms of any agreement entered into by the Company, or a related party of the Company, with an interested party or a joint actor with an interested party, in connection with the transaction:

The Company entered into subscription agreements dated December 18, 2020, with all investors who took part in the Private Placement.

(i) disclosure of the formal valuation and minority approval exemptions, if any, on which the Company is relying under sections 5.5 and 5.7 of MI 61-101 respectively, and the facts supporting reliance on the exemptions:

The offering constitutes a “related party transaction” for the Company under MI 61-101. The participation of the directors is exempt from the formal valuation and majority of the minority shareholder approval requirements set out in MI 61-101 since at the time the transaction was agreed to: (i) the securities of the Company were not listed or quoted on one of the exchanges or markets specifically identified in MI 61-101; (ii) neither the fair market value of the securities to be distributed in the Private Placement, nor the consideration to be received for those securities, insofar as the transactions involves interested parties, exceeds \$2,500,000; and (iii) the Company has one or more independent directors and, at least two thirds of said independent directors approved the transaction, as required pursuant to sections 5.5 and 5.7 of MI 61-101. The Company did not file a material change report related to the Private Placement more than 21 days before the expected closing of the Private Placement as required by MI 61-101 since the Company requires the consideration it will receive in connection with the Private Placement immediately for working capital purposes.

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

Not applicable.

Item 7: Omitted Information

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

Item 8: Executive Officer

For additional information with respect to this material change, the following person may be contacted:

Aaron Meckler
Chief Executive Officer, Chief Financial Officer & Director
T: 647 502-3558
E: aaron@amukacapital.com

Item 9: Date of Report

December 24, 2020.

SCHEDULE “A”

STRALAK RESOURCES INC.

NEWS RELEASE

STRALAK RESOURCES INC. ANNOUNCES CLOSING OF PRIVATE PLACEMENT

Toronto, Ontario, December 22, 2020 – Stralak Resources Inc. (“**Stralak**” or the “**Company**”) is pleased to announce the closing of its previously announced non-brokered private placement for aggregate gross proceeds of up to \$85,000 (the “**Private Placement**”), through the issuance of 85,000,000 common shares in the share capital of the Company (each, a “**Common Share**” and collectively, the “**Common Shares**”), at a price of \$0.001 per Common Share. The terms of the Private Placement remain the same as previously disclosed in the Company’s news release dated December 17, 2020. All Common Shares issued pursuant to the Private Placement are subject to a statutory hold period of four months plus one day from the date of issuance, in accordance with applicable securities legislation.

Related Party Transaction

Two directors of the Company have participated in the Private Placement. Accordingly, such participation is considered a “related party transaction” under Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). However, such participation is exempt from the formal valuation and majority of the minority shareholder approval requirements set out in MI 61-101 since at the time the transaction was agreed to: (i) the securities of the Company were not listed or quoted on one of the exchanges or markets specifically identified in MI 61-101; (ii) neither the fair market value of the securities to be distributed in the Private Placement, nor the consideration to be received for those securities, insofar as the transactions involves interested parties, exceeds \$2,500,000; and (iii) the Company has one or more independent directors and, at least two thirds of said independent directors approved the transaction, as required pursuant to sections 5.5 and 5.7 of MI 61-101. The Company did not file a material change report related to the Private Placement more than 21 days before the expected closing of the Private Placement as required by MI 61-101 since the Company requires the consideration it will receive in connection with the Private Placement immediately for working capital purposes.

Early Warning Report

In connection with the Private Placement, 9801871 Canada Inc., a corporation controlled by Aaron Meckler, director, chief executive officer and chief financial officer of the Company, acquired 45,000,000 Common Shares and now holds an aggregate of 45,000,000 Common Shares, representing 46.12% of the issued and outstanding Common Shares on a non-diluted basis. The Common Shares acquired pursuant to the Private Placement were acquired by 9801871 Canada Inc. for investment purposes, and depending on market and other conditions, it may from time to time in the future increase or decrease its ownership, control or direction over securities of the Company through market transactions, private agreements, or otherwise. For the purpose of National Instrument 62-103 - *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues* (“**NI 62-103**”), the address of 9801871 Canada Inc. is 203 – 7440 Bathurst Street, Thornhill, Ontario, L4J 7K8.

In connection with the Private Placement, 2694057 Ontario Ltd., a corporation controlled by Daniel Talkins, a director of the Company, acquired 28,333,330 Common Shares and now holds an aggregate of 28,333,330 Common Shares, representing 29.04% of the issued and outstanding Common Shares on a non-diluted basis. The Common Shares acquired pursuant to the Private Placement were acquired by 2694057 Ontario Ltd. for investment purposes, and depending on market and other conditions, it may from time to

time in the future increase or decrease its ownership, control or direction over securities of the Company through market transactions, private agreements, or otherwise. For the purpose of NI 62-103, the address of 2694057 Ontario Ltd. is 37 Beaumont Plane, Thornhill, Ontario, L4J 4X4.

In connection with the Private Placement, Amuka Holdings Ltd., a corporation controlled by Benjamin Feferman, acquired 11,666,670 Common Shares and now holds an aggregate of 11,666,670 Common Shares, representing 11.95% of the issued and outstanding Common Shares on a non-diluted basis. The Common Shares acquired pursuant to the Private Placement were acquired by Amuka Holdings Ltd. for investment purposes, and depending on market and other conditions, it may from time to time in the future increase or decrease its ownership, control or direction over securities of the Company through market transactions, private agreements, or otherwise. For the purposes of NI 62-103, the address of Amuka Holdings Ltd. is 33 Winborne Road, Thornhill, ON L4J2R8.

Copies of the respective early warning reports that will be filed by 9801871 Canada Inc., 2694057 Ontario Ltd. and Amuka Holdings Ltd. may be obtained on the Company's SEDAR profile or by contacting the Company at 647 502-3558.

ABOUT STRALAK

The Company is focused on identifying suitable assets or businesses to acquire or merge with, with a view to maximizing value for shareholders

On behalf of the Board of Directors

Aaron Meckler
Chief Executive Officer, Chief Financial Officer & Director
T: 647 502-3558
E: aaron@amukacapital.com