

FORM 51-102F3 - MATERIAL CHANGE REPORT

1. Name and Address of Company

BitRush Corp. (the “**Company**”)
77 King Street West, Suite 2905,
Toronto, Ontario, Canada
M5K 1H1

2. Date of Material Change

July 25, 2022

3. News Release

The news release attached hereto as Schedule “A” announcing the material change described herein were released through AccessWire on July 27, 2022.

4. Summary of Material Change

The Company announced the resignation of Mr. Edward Boyd, a director of the Company. The material change is described in the Company's news release attached hereto as Schedule “A”, which news release is incorporated herein.

5. Full Description of Material Change

5.1 Full Description of Material Change

No information other than that provided in Item 4 above is presently available.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

Not Applicable.

7. Omitted Information

Not Applicable.

8. Executive Officer

The following is the name and business telephone number of an executive officer of the Company who is knowledgeable about the material change and this report.

Karsten Arend
President, Chief
Executive Officer and a
Director
647-660-8703
info@bitrush.com

9. **Date of Report**
July 28, 2022.

BITRUSH CORP. ANNOUNCES RESIGNATION OF DIRECTOR

NOT FOR DISTRIBUTION IN THE UNITED STATES OR TO US NEWSWIRES

TORONTO, ONTARIO, July 27, 2022 – BitRush Corp. (CSE:BRH, Frankfurt:0XSN) ("**BitRush**" or the "**Company**") announces Edward (Ted) Boyd tendered his resignation from the board of directors effective July 25th 2022 in order to dedicate his time to his other endeavours.

On behalf of the board, I would like to personally thank Mr. Boyd for his invaluable contribution to the Company over the last few years, stated Karsten Arend, Pres., CEO and Director. He helped move this Company forward in many ways. We wish Mr. Boyd all the best in the future as he focusses on his own ventures.

The board has been evaluating several candidates to join the board of directors.

The common shares of the Company remain suspended from trading in accordance with the rules of the CSE. Such suspension will continue until such time as the Company effectively meets certain listing requirements of the CSE. Although the Company does not currently have any definitive plans for the operation of a business, it is investigating and evaluating opportunities with a view to the development of a sustainable business.

FORWARD LOOKING INFORMATION

This press release is for informational purposes only and is not an offer to buy or the solicitation of an offer to sell any securities in any jurisdiction.

This press release contains certain "forward-looking information". All statements, other than statements of historical fact, that address activities, events or developments that the Company believes, expects or anticipates will or may occur in the future (including, without limitation, the Company's expected future plans described in this news release) constitute forward-looking information.

This forward-looking information reflects the current expectations or beliefs of the Company based on information currently available to the Company as well as certain assumptions including, the ability of the Company to find a suitable candidate to serve on the board and to be presented with or find appropriate business opportunities in a timely manner. Forward-looking information is subject to a number of significant risks and uncertainties and other factors that may cause the actual results of the Company to differ materially from those discussed in the forward-looking information, and even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on the Company. Factors that could cause actual results or events to differ materially from current expectations, include, but are not limited to, the inability of the Company to find, in a timely manner, if at all, an individual with the appropriate qualifications and business experience to serve on the board and to find appropriate business opportunities that are economically viable or to raise funds in a timely manner, if at all, that may be required to grow and develop a business and/or the failure to formulate definitive plans to operate a business successfully, or the inability of the Company to meet CSE listing requirements and to reactivate the trading of its shares on the CSE.

Any forward-looking information speaks only as of the date on which it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking information, whether as a result of new information, future events or results or otherwise. Although the Company believes that the assumptions inherent in the forward-looking information are reasonable, forward-looking information is not a guarantee of future performance and accordingly undue reliance should not be put on such information due to the inherent uncertainty therein.

Karsten Arend

CEO, President and Director

For further information, contact Karsten Arend at 647-660-8703 or info@bitrush.com.