

## 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**

August 19, 2022

3. **News Release**

The news release attached hereto as Schedule “A” announcing the material change described herein were released through AccessWire on August 19, 2022.

4. **Summary of Material Change**

The Company announced the appointment of Harold Morgan as a director of the Company to fill the vacancy created by the recent resignation of Edward Boyd on July 25, 2022. 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**  
August 22, 2022.

## Schedule "A"

### ITRUSH CORP. ANNOUNCES APPOINTMENT OF DIRECTOR

#### NOT FOR DISTRIBUTION IN THE UNITED STATES OR TO US NEWSWIRES

TORONTO, ONTARIO, August 19, 2022 – BitRush Corp. (CSE:BRH, Frankfurt:OXSN) ("**BitRush**" or the "**Company**") announces the appointment of Harold Morgan to the board of directors effective August 19<sup>th</sup> 2022. Mr. Morgan fills the vacancy created by the recent resignation of Ted Boyd. On behalf of the board, I am very pleased to welcome Mr. Morgan to the board of Directors of the Company, stated Karsten Arend, Pres., CEO and Director. Mr. Morgan brings a vast wealth of experience from his many senior roles with large companies during his career. We look forward to his wisdom in contribution to the Company. Effective upon his appointment to the board, Mr. Morgan is appointed as the Chairman of the audit committee.

Mr. Morgan has been granted 100,000 stock options of the Company exercisable until August 19, 2026 to acquire up to 100,000 common shares of the Company at a price of \$0.05 per share. All such options vest immediately.

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](mailto:info@bitrush.com).