

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Issuer

Vinergy Capital Inc
Suite 1000, 409 Granville Street
Vancouver, BC, V6C 1T2

Item 2. Date of Material Change

May 9, 2022

Item 3. News Release

A news release announcing the material change was disseminated on May 9, 2022 and filed on SEDAR (www.sedar.com).

Item 4. Summary of Material Change

The Issuer announced that they have amended the terms of certain outstanding common share purchase warrants.

Item 5. Full Description of Material Change

The Issuer announced that they have amended the terms of an aggregate of 18,800,000 outstanding warrants issued pursuant to a private placement of units that closed November 23, 2020.

The warrants are currently exercisable to acquire 18,800,000 common shares of the Company at a price of \$0.05 until May 23, 2022. The term of the warrant will be extended by an additional twelve (12) months such that they will now be exercisable until May 23, 2023. Insiders of the Company hold 1,000,000 of the warrants being extended.

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

Not applicable.

Item 7. Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8. Executive Officer

Geoff Balderson
604.612.7411

Item 9. Date of Report

May 9, 2022