

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Global Care Capital Inc. (“**Global Care**” or the “**Company**”)
789 West Pender Street, Suite 810
Vancouver, BC V6C 1H2

Item 2. Date of Material Change

January 28, 2021.

Item 3. News Release

News Release dated January 28, 2021 was disseminated via Globe News Wire on January 28, 2021 and filed on SEDAR on January 29, 2021.

Item 4. Summary of Material Change

The Company has completed the acquisition of all of the issued and outstanding common shares of 1277898 B.C. Ltd. dba ASIC Power Corporation.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that further to its press release of January 21, 2021 it has now completed the acquisition of all of the issued and outstanding securities in the capital of ASIC Power Corporation (“**ASIC**”) pursuant to the terms of a share exchange agreement dated January 19, 2021 (the “**Agreement**”) among the Company, ASIC and the shareholders of ASIC (the “**Transaction**”). ASIC is the first cryptocurrency company combining state of the art ASIC chips with royalty streaming contracts.

In connection with closing of the Transaction and pursuant to the terms of the Agreement:

- Global Care issued an aggregate of 100,000,000 common shares of Global Care (the “**Consideration Shares**”) to ASIC shareholders at a deemed price of \$0.095 per Consideration Share.

- There is no hold period for the Consideration Shares pursuant to applicable securities laws

The Transaction is an arms-length transaction and no change in management, or the Board of Directors of Global Care is being contemplated at this time.

About ASIC Power Corporation

ASIC Power Corporation is a company focused on vertical integration of blockchain infrastructure, covering energy, hardware and software optimization focused on bitcoin as an underlying asset. Application-specific integrated circuits, or ASIC's have been the underlying computing equipment required for the computer processing of algorithms to mine bitcoin and other cryptocurrencies. ASIC Power is at the frontier of providing an asset light approach for exposure to blockchain infrastructure globally.

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

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Alex Somjen, President & CEO
Telephone: 416-319-5744

Item 9. Date of Report

DATED at Vancouver, BC, this 1st day of February, 2021.