

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**1. NAME AND ADDRESS OF COMPANY**

Fireswirl Technologies Inc.  
#1200 – 750 W Pender Street  
Vancouver, BC V6C 2T8

**2. DATE OF MATERIAL CHANGE**

November 3, 2020

**3. NEWS RELEASE**

News release dated November 3, 2020 was disseminated via the facilities of [news@baystreet.com](mailto:news@baystreet.com) and [news@Stockwatch.com](mailto:news@Stockwatch.com) on November 3, 2020 and filed on Sedar on November 6, 2020.

**4. SUMMARY OF MATERIAL CHANGE**

Fireswirl Technologies announces West Pacific Ventures Corp. Completes \$4 Million Private Placement.

**5. FULL DESCRIPTION OF MATERIAL CHANGE**

Fireswirl Technologies is pleased to announce that further to its news releases dated June 15, 2020, August 17, 2020, and October 16, 2020, West Pacific Ventures Corp. (“**West Pacific**”) has completed a private placement (the “**Offering**”) of a total of 10,051,250 subscription receipts (the “**Subscription Receipts**”) of West Pacific at a price of \$0.40 per Subscription Receipt for gross proceeds of \$4,020,500. The Offering was completed in connection with the proposed business combination between the Company and West Pacific whereby the Company proposes to acquire all of the outstanding shares of West Pacific by way of three-cornered amalgamation (the “**Transaction**”).

Each Subscription Receipt will be automatically converted into units (“**Units**”) of West Pacific for no additional consideration immediately prior to completion of the Transaction (the “**Conversion Date**”). Each Unit will be comprised of one common share and one-half of one share purchase warrant of West Pacific. Each whole warrant (a “**Warrant**”) will be exercisable into one common share of West Pacific at an exercise price of \$0.60 per share for a period of 24 months from the Conversion Date. On closing of the Transaction each common share and each Warrant issued pursuant to the conversion of the Subscription Receipts will be exchanged into common shares (“**Company Shares**”) and warrants (“**Company Warrants**”) of the company on a one for one basis, with the Company Warrants exercisable into Company Shares for a period of 24 months from the Conversion Date at an exercise price of \$0.60 per share.

Pursuant to the Offering, a total of 7,668,750 Subscription Receipts for gross proceeds of \$3,067,500 were sold on a brokered basis through a syndicate led by Canaccord Genuity Corp. (the “**Agents**”). West Pacific agreed to pay a cash fee and issue an aggregate of 446,381 agent warrants (the “**Agent Warrants**”) to the Agents. Each Agent Warrant is exchangeable on the Conversion Date for a Company Warrant. West Pacific will also issue to the Agent as part of a corporate finance fee 93,750 common shares of West Pacific issuable immediately prior to completion of the Transaction.

The net proceeds from the Offering will be held in escrow and released immediately prior to the completion of the Transaction subject to satisfaction or waiver of certain escrow release conditions. The net proceeds of the released from escrow will be used to fund phase one exploration of the Arrieros property located in Chile, as well as for exploration of other Chilean properties which West Pacific will hold on closing of the Transaction, and for general and administrative expenses.

Completion of the Transaction is subject to approval for listing on the Canadian Securities Exchange and other customary conditions. Further details relating to the Transaction will be available in a listing statement prepared in connection with the Transaction.

The Company also announces that further to its news release dated October 16, 2020, it previously completed a bridge financing of 665,000 units at a price of \$0.40 per unit for gross proceeds of \$266,000. Each unit is comprised of one common share of the Company and one-half of a common share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share of the Company at a price of \$0.60 share for a period of two years from the closing date. The Company intends to use the proceeds of the bridge financing for working capital including costs of the Transaction. The securities issued pursuant to the bridge financing are subject to a hold period expiring on February 20, 2021.

6. **RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102**

Not applicable.

7. **OMITTED INFORMATION**

Not applicable.

8. **EXECUTIVE OFFICER**

Rana Vig, President and CEO  
Telephone: (604) 218-4766

9. **DATE OF REPORT**

November 6, 2020