

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Cruz Capital Corp. (the “**Company**”)
Suite 1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

Item 2 Date of Material Change

October 5, October 6 and October 7, 2016.

Item 3 News Release

The news release were all disseminated through Stockwatch and Newsfile.

Item 4 Summary of Material Change

On October 5, 2016, the Company announced that it was proposing to split the common shares (each, a “Share”) of the Company on the basis of one (1) pre-split share for three (3) post-split shares. On October 6, 2016, the Company announced that it had sold one of its cobalt assets for shares. On October 7, 2016, the Company announced that it had acquired the Idaho Star Cobalt Prospect in Idaho, USA.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news releases.

5.2 Disclosure for Restructuring Transactions

N/A

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

James Nelson, President, Corporate Secretary
Tel: 6048999150

Item 9 Date of Report

October 14, 2016

Cruz Capital Corp
Suite 1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

October 5, 2016
Trading Symbol:
CUZ—TSX.v
BKTPF—USA
A2AG5M--Germany

Cruz Capital Corp to Forward Split the Shares 3-1

Cruz Capital Corp (CUZ—TSX.v, BKTPF—USA, A2AG5M--Germany) is pleased to announce that it proposes to split the common shares (each, a “Share”) of the Company on the basis of one (1) pre-split share for three (3) post-split shares (the “Forward Split”). As a result of the Forward Split, the Company’s issued capital will be altered by splitting all of the 14,808,082 issued Shares without par value into 44,424,246 Shares without par value. Outstanding stock options and share purchase warrants will also be adjusted by the Forward Split ratio and the respective exercise prices of outstanding stock options and warrants will be adjusted accordingly. The Company will not be changing its name or trading symbol in connection with the proposed Forward Split. The purpose of the Forward Split is to increase liquidity of the Company’s Shares and, in turn, make financing terms more attractive.

The Forward Split is subject to acceptance by the TSX Venture Exchange. Subject to such approval, the Company has set the close of business on November 7, 2016 as the record date for the Forward Split and November 9, 2016 as the effective date of the Forward Split.

James Nelson, President of the Company states, “We feel that this split will be a positive event for the company as this will enable greater liquidity for the shareholders, thus enabling a more transparent and consistent market. The ratio being proposed will be 3-1. For example this means that if you are shareholder of record of 10,000 shares you would then hold 30,000 shares upon completion and approval of the split.”

Cruz is actively engaged in acquiring and developing Cobalt assets in North America. Cruz has acquired numerous high grade cobalt assets located in North America. Seven cobalt projects are in Canada and one in Idaho. The goal of the company is to make Cruz the foremost cobalt project generator and developer on the TSX Venture Exchange. Management feels that cobalt is at the early stages of a significant bull market and we are pleased to be positioning Cruz at the forefront of this cycle.

If you would like to be added to Cruz’s email list please send an email to info@cruzcapitalcorp.com or twitter [@CruzCapitalCorp](https://twitter.com/CruzCapitalCorp)

James Nelson
President
604.899.9150
www.cruzcapitalcorp.com
twitter @CruzCapitalCorp

This press release contains forward-looking information that involves various risks and uncertainties regarding future events. Such forward-looking information can include without limitation statements based on current expectations involving a number of risks and uncertainties and are not guarantees of future performance of Cruz, such as statements that Cruz: (i) intends to undertake a forward split of its common shares; (ii) the record date for such split will be November 7, 2016; and (iii) the effective date of such split will be November 9, 2016. There are numerous risks and uncertainties that could cause actual results and Cruz’s plans and objectives to differ materially from those expressed in the forward-looking information, including the TSXV not approving the forward split or delays caused in obtaining such approval. Actual results and future events could differ materially from those anticipated in such information. These and all subsequent written and oral forward-looking information are

based on estimates and opinions of management on the dates they are made and are expressly qualified in their entirety by this notice. Except as required by law, Cruz does not intend to update these forward-looking statements.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release

Cruz Capital Corp
Suite 1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

October 6, 2016
Trading Symbol:
CUZ—TSX.v
BKTPF—USA
A2AG5M--Germany

Cruz Capital Corp Sells One of its Cobalt Assets for Shares

Cruz Capital Corp (CUZ—TSX.v, BKTPF—USA, A2AG5M--Germany) is pleased to announce that Cruz has sold one of its cobalt assets for shares. Cruz, through its holdings in a Idaho Cobalt Company has sold its interest to Scientific Metals Corp for 2,000,000 shares of Scientific. This is the first transaction that Cruz has participated in to date. The transaction has already been approved and the shares have been issued to Cruz.

James Nelson, President of Cruz states, “We are very pleased to have sold one of our cobalt assets. This transaction will enable Cruz to create added capital to the company with no dilution to the shareholders. We are very bullish on the cobalt sector and are very optimistic regarding what Scientific will be able to accomplish on their property thus benefiting both companies’ shareholders.”

Cruz is also proposing a Forward Split subject to acceptance by the TSX Venture Exchange. The ratio being proposed will be 3-1. For example, this means that if you are a shareholder of record holding 10,000 shares, you would then hold 30,000 shares upon completion and approval of the split. Subject to such approval, the Company has set the close of business on November 7, 2016 as the record date for the Forward Split and November 9, 2016 as the effective date of the Forward Split. Management feels that this split will be a positive event for the company as this will enable greater liquidity for the shareholders, thus enabling a more transparent and consistent market.

Cruz is actively engaged in acquiring and developing high grade Cobalt assets in North America and has thus far acquired eight. Seven cobalt projects are in Canada and one in Idaho. The goal of the company is to make Cruz the foremost cobalt project generator and developer on the TSX Venture Exchange. Management feels that cobalt is at the early stages of a significant bull market and we are pleased to be positioning Cruz at the forefront of this cycle.

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Cruz Capital Corp
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October 7, 2016
Trading Symbol:
CUZ—TSX.v
BKTPF—USA
A2AG5M--Germany

Cruz Capital Corp Acquires the Idaho Star Cobalt Prospect

Cruz Capital Corp (CUZ—TSX.v, BKTPF—USA, A2AG5M--Germany) is pleased to announce that Cruz has acquired the Idaho Star Cobalt Prospect in Idaho, USA. This prospect is located approximately 9 miles southwest of Saltese, Montana, and 19 miles southeast of Wallace, Idaho. This new prospect consists of 44 contiguous claims within the Idaho Cobalt Belt.

James Nelson, President of Cruz states, "We are very pleased to acquire the Idaho Star Cobalt Prospect, strengthening our presence in the prolific Idaho Cobalt Belt. Geological data was gathered showing this prospect area to have been active for mining of cobalt, silver and copper in the past, which was the reason for the immediate acquisition. Recently, we were able to sell a different Idaho Cobalt asset in exchange for shares in the acquiring company. This sale enables Cruz to create added capital to the company with no dilution to the shareholders, thus following through on our goal of being North America's foremost cobalt project generator and developer. We are very bullish on the cobalt sector as the dynamics for the upward trend in cobalt prices appear to be building momentum. We believe that with the recent negatively focused articles, highlighting the unsafe cobalt mining practices in Africa using children, will cause a larger demand for cobalt mined in politically stable and ethical countries. We feel that Cruz is poised to take full advantage of this future trend and look forward to commencing operations on multiple projects as we are fully financed for the next phase of work."

Cruz is also proposing a Forward Split subject to acceptance by the TSX Venture Exchange. The ratio being proposed will be 3:1. For example, this means that if you are shareholder of record of 10,000 shares you would then hold 30,000 shares upon completion and approval of the split. Subject to such approval, the Company has set the close of business on November 7, 2016 as the record date for the Forward Split and November 9, 2016 as the effective date of the Forward Split. Management feels that this split will be a positive event for the company as this will create greater liquidity for the shareholders, thus enabling a more transparent and consistent market.

Cruz is actively engaged in acquiring and developing high grade Cobalt assets globally. Cruz has acquired numerous high-grade cobalt assets located in North America. Seven cobalt projects are in Canada and one in Idaho. The goal of the company is to make Cruz the foremost cobalt project generator and developer on the TSX Venture Exchange. Management feels that cobalt is at the early stages of a significant bull market and we are pleased to be positioning Cruz at the forefront of this cycle. This new property was acquired via staking.

If you would like to be added to Cruz's email list please send an email to info@cruzcapitalcorp.com or twitter [@CruzCapitalCorp](https://twitter.com/CruzCapitalCorp)

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