

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 18, 2016.

Item 3 News Release

The news release was disseminated through Stockwatch and Newsfile.

Item 4 Summary of Material Change

On October 18, 2016, the Company announced that it had increased its cobalt property holdings by 36 claim units from the initial 1.25 units, now comprising approximately 1480 contiguous acres in Ontario.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

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 27, 2016

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

October 18, 2016
Trading Symbol:
CUZ—TSX.v
BKTPF—USA
A2AG5M--Germany

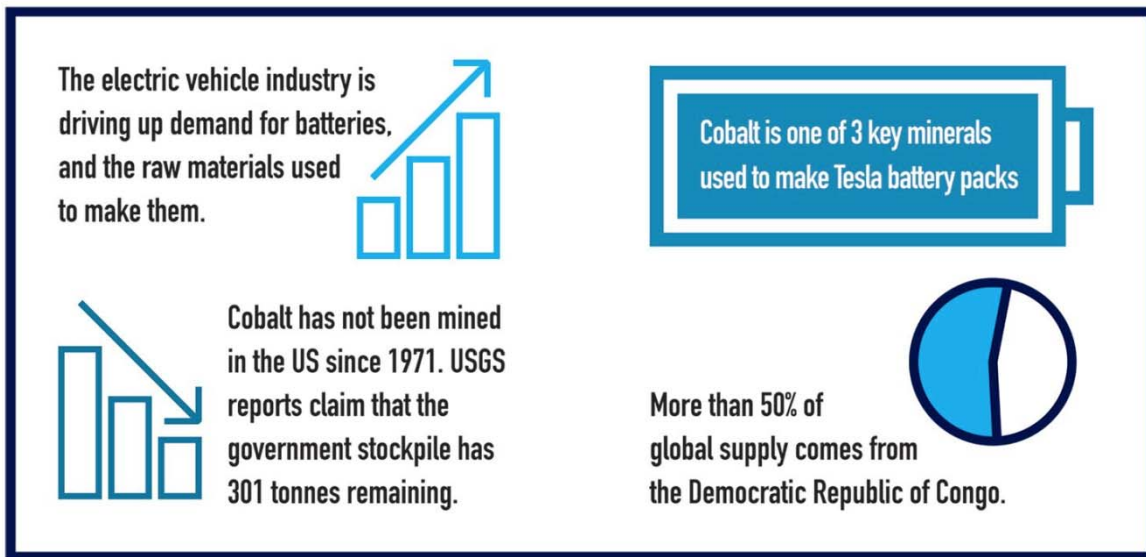
Cruz Significantly Increases Land Holdings for the "Bucke Cobalt Project" in Ontario, Canada

Cruz Capital Corp (CUZ—TSX.v, BKTPF—USA, A2AG5M--Germany) is pleased to announce that the company has increased its cobalt property holdings by 36 claim units from the initial 1.25 units, now comprising approximately 1480 contiguous acres. The Bucke Cobalt Prospect is one of 4 cobalt prospects in Ontario, currently held by Cruz.

The Bucke Cobalt Prospect consists of approximately 1480 acres in the Larder Lake mining division of Ontario. According to Province of Ontario Mineral file MDI31M05NE00117, the property returned assays grading 13% COBALT and 240 g/t SILVER on this cobalt-focused prospect. Management expects to commence exploration on this property shortly, utilizing the flow through funds already on hand to fully assess this property.

Cruz President, James Nelson, stated, "We are very pleased to significantly expand this Cobalt primary project. The Bucke Cobalt Project is one of 4 we have in Ontario, which we believe to have good exploration potential based on the Ontario mineral documents on file. We are excited to start the work program shortly to test the property and to follow-up on historical information provided by the Province of Ontario, relating to the property area. We also plan to FORWARD split the shares in mid-November. Cruz is coming into a very active time on our projects while cobalt prices are making 6 month highs. Recently there have been articles, such as one in the Washington Post, referencing cobalt mined in Africa by children in unsafe conditions. Cruz has 8 projects in North America with prospective cobalt geology in politically stable and ethical jurisdictions. Management believes that cobalt is in the earliest stages of a long term boom as the demand for lithium-ion batteries will continue to grow. The Tesla lithium-ion battery used in their electric vehicles uses cobalt as an important component in their battery. With cobalt being a key mineral in lithium-ion batteries, and world demand rising for this market, we anticipate cobalt prices to increase given no new cobalt mines have come into production in the last 45 years in North America, thus giving Cruz a distinct advantage being a first mover into the space."

COBALT QUICK FACTS



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 anticipates the record date to be approximately November 14. An announcement will be made once the final date has been confirmed by the exchange. 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 Cobalt assets globally and has already acquired several high-grade cobalt projects across North America. Seven cobalt projects are located 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 acreage was acquired via staking.

The technical contents of this release were approved by Greg Thomson, PGeo, a qualified person as defined by National Instrument 43-101. The property has not been the subject of a National Instrument 43-101 report.

If you would like to be added to Cruz's email list please send an email to info@cruzcapitalcorp.com or twitter @CruzCapitalCorp

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