

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

November 16 and November 23, 2016

Item 3 News Release

Both news release were disseminated through Stockwatch and Newsfile.

Item 4 Summary of Material Change

On November 16, 2016, the Company announced that its shares were trading on a post-split basis. On November 23, 2016, the Company announced that it had increased its cobalt property holdings by 137 claim units, to total approximately 5,500 contiguous acres.

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

November 28, 2016

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

November 16, 2016

Trading Symbol:

CUZ—TSX.v
BKTPF—USA
A2AG5M--Germany

Cruz Capital Corp Trades Post Split

Cruz Capital Corp (CUZ—TSX.v, BKTPF—USA, A2AG5M--Germany) Shares of Cruz are now trading on a post-split basis. Common shareholders of record at the close of business on Nov. 18, 2016, will be mailed additional certificates. The new certificates will be mailed on or about on Nov. 23, 2016. The push-out method will be used to affect the split. The Cusip No.: 22888P105 remains unchanged

James Nelson, President of the Company states, “We are looking forward to the added liquidity this split should provide. Cruz is focused on the Cobalt sector, which management feels will be a strong mover in 2017 as the battery demand from Electric Vehicles continues and of which cobalt is a significant component. Cruz has established itself as the one of the earliest movers in this space and was able to acquire 8 separate high quality cobalt prospects. We are fully funded for the first phase of operations and look forward to very active 2017.”

Cruz is actively engaged in acquiring and developing 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.

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](https://twitter.com/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.

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

November 23, 2016

Trading Symbol:

CUZ—TSX.V
BKTPF—OTCBB
A2AG5M--FSE

Cruz Significantly Increases Land Holdings on the Past Cobalt Producing "Hector Cobalt Project" in Ontario, Canada

Cruz Capital Corp (CUZ—TSXv, BKTPF—OTCBB, A2AG5M--FSE) is pleased to announce that the company has increased its cobalt property holdings by 137 claim units now comprising of approximately 5500 contiguous acres. The Hector Cobalt Prospect is one of 4 cobalt prospects in Ontario currently held by Cruz to go along with 3 in British Columbia and 1 in Idaho.

The Hector Cobalt Prospect now consists of approximately 5500 acres in the Larder Lake mining division of Ontario. According to the Province of Ontario Mineral file MDI31M05SE00127, the property was mined for cobalt and is a past producer of cobalt. This new expansion also covers multiple other cobalt showings based on Government of Ontario files. We look forward to commencing operations on this prospect to evaluate and follow up on the historic data gathered.

Cruz President, James Nelson, stated, "We continue to expand our cobalt projects. The Hector Cobalt Prospect, according to the Government minfile, was a past producer for cobalt, which compliments the stable of high quality cobalt prospects Cruz currently has. This new addition also covers multiple other cobalt showings based on Government of Ontario data. We are very excited about the growth potential for Cruz as we continue to add cobalt assets at a time when Cobalt is making year highs almost daily (see chart). Cruz is focused on high grade cobalt assets in North America and we look forward to getting operations underway on multiple cobalt prospects. With 8 current cobalt projects in the Company, we believe Cruz is in a unique position at the forefront of what we feel will be an impending global cobalt boom."

COBALT PRICE
13.72 USD/LB
21 NOV '16



<http://www.infomine.com/investment/metal-prices/cobalt/1-year/>

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 property 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

James Nelson
President
604.899.9150
Toll free 1.885.599.9150

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twitter @CruzCapitalCorp