

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

February 23, February 24 and February 28, 2017

Item 3 News Release

The February 23, 2017, news release announcing the name change, the February 24, 2017 and February 28, 2017 news releases were disseminated through Stockwatch and Newsfile. The February 23, 2017, news releases clarifying the name changes and the grant of stock options were disseminated through Stockwatch and Market News.

Item 4 Summary of Material Change

On February 23, 2017, the Company announced that it had changed its name to Cruz Cobalt Corp. and that it had granted 300,000 stock options exercisable at \$0.35 per share. On February 24, 2017, the Company announced that it was making an application for an exploration permit on its Bucke Cobalt Prospect. On February 28, 2017, the Company announced that it had entered into an agreement with an arm’s length vendor to acquire the Chicken Hawk Cobalt Prospect located in Deer Lodge County, Montana.

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

March 7, 2017

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

February 23, 2017

Trading Symbol:
CUZ—TSX.V
BKTPF—OTCBB
A2AG5M--FSE

Cruz Changes Name to Cruz Cobalt Corp.

Cruz Cobalt Corp. (CUZ—TSX.V, BKTPF—OTCBB, A2AG5M--FSE) is pleased to announce that it has received TSX Venture Exchange approved for its name change to Cruz Cobalt Corp., as previously announced on February 9, 2017. Effective at the opening on Feb. 23, 2017, the common shares of Cruz Cobalt Corp. will commence trading on the TSX Venture Exchange and the common shares of Cruz Capital Corp. will be delisted. There is no consolidation of capital. The name change was approved by the Board of Directors on February 2, 2017. Changing the name accurately reflects Cruz's focus on high quality, ethically located cobalt assets.

President James Nelson states, “Cruz employed early mover advantage as we have been able to acquire what we feel is one of the best collections of high grade cobalt prospects in North America before the majority of the recent cobalt entrants were in the space. Cruz currently has Seven cobalt projects located in Canada and one in Idaho. Cruz's 4 separate Ontario cobalt prospects are all located in the vicinity of the city of Cobalt. According to government mineral files, the 900 acre Coleman Cobalt Prospect returned cobalt grades of 13%, the 900 acre Johnson Cobalt Prospect returned grades of 10.5% cobalt, and the 1480 acre Bucke Cobalt Prospect returned cobalt grades of 13%. The 5500 acre Hector Cobalt Prospect covers multiple cobalt occurrences. Our War Eagle Cobalt Prospect in British Columbia covers a past producing mine as well and returned assays of 6.5% cobalt. Based on these projects, management feels that Cruz has amassed a quality portfolio of cobalt assets that have some of the highest historic cobalt grades in North America, which sets Cruz apart from most cobalt companies in the junior space.”

“We feel that 2017 will be a break out year for cobalt prices as they have just spiked up to new 5 year highs up more than 100% in the past 12 months. Cruz is well positioned to take full advantage of this as Cruz has the funds already raised to commence full operations on these projects with our goal to make Cruz the 'go-to' North American Cobalt project generator and developer. The first half of 2017 will be an extremely active period for Cruz and management is optimistic about what will be discovered by Cruz on our cobalt properties.” states President Nelson.

If you would like to be added to Cruz’s email list please send an email to info@cruzcobaltcorp.com or twitter @CruzCobalt

James Nelson
President
604.899.9150
Toll free 1.885.599.9150

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

February 23, 2017

Trading Symbol:

CUZ—TSX.V
BKTPF—OTCBB
A2AG5M--FSE

Cruz Changes Name to Cruz Cobalt Corp. and Clarifies Previous Disclosure

Cruz Cobalt Corp. (CUZ—TSX.V, BKTPF—OTCBB, A2AG5M--FSE) is pleased to announce that it has received TSX Venture Exchange approved for its name change to Cruz Cobalt Corp., as previously announced on February 9, 2017. Effective at the opening on Feb. 23, 2017, the common shares of Cruz Cobalt Corp. will commence trading on the TSX Venture Exchange and the common shares of Cruz Capital Corp. will be delisted. There is no consolidation of capital. The name change was approved by the Board of Directors on February 2, 2017. Changing the name accurately reflects Cruz's focus on high quality, ethically located cobalt assets. At the request of IIROC the Company wishes to clarify certain disclosure with respect to previously reported samples.

President James Nelson states, "Cruz currently has Seven cobalt projects located in Canada and one in Idaho. Cruz's 4 separate Ontario cobalt prospects are all located in the vicinity of the city of Cobalt. According to government mineral files, the 900 acre Coleman Cobalt Prospect returned cobalt grades of 13%, the 900 acre Johnson Cobalt Prospect returned grades of 10.5% cobalt, and the 1480 acre Bucke Cobalt Prospect returned cobalt grades of 13%. The 5500 acre Hector Cobalt Prospect covers multiple cobalt occurrences. Our War Eagle Cobalt Prospect in British Columbia covers a past producing mine as well and returned assays of 6.5% cobalt."

The historic data referred to above was taken directly from government mineral files. This data is historic in nature. The Company is planning to commence operations on these projects to attempt to reconfirm the data stated here. Assay results from the War Eagle Prospect came from surface samples. The Johnson Prospect assays were reported as grab samples. The Coleman Prospect was reported as assays of veins. The Bucke Prospect was reported as assays of unknown source. The 3 Ontario projects are all located within close proximity to the town of Cobalt. This region has been historically one of the most active and productive silver/cobalt regions in Canada. However, until the Company can carry out a geologic assessment on the properties in the coming weeks it cannot be assured that the geology on the claims will prove economic.

The technical contents of this release were approved by Greg Thomson, PGeo, a qualified person as defined by National Instrument 43-101. All of the historic grades referred to in this release have not yet been verified. All the data referenced in this release was taken directly from historic government mineral files and remains to be confirmed.

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

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Cruz Cobalt Corp.
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February 23, 2017

Trading Symbols:

CUZ-TSX Venture
BKTPF-OTCBB
A2AG5M-FSE

Cruz Grants \$0.35 Stock Options

Cruz Cobalt Corp. (the “Company”) (TSX-V: CUZ) has granted, pursuant to its 10% rolling stock option plan, 300,000 incentive stock options to directors, officers and consultants at an exercise price of \$0.35 per share for a term of four months.

If you would like to be added to Cruz’s email list please send an email to info@cruzcobaltcorp.com or twitter @CruzCobalt

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“James Nelson”
President
Cruz Cobalt Corp.

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Neither the 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 press release.

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

February 24, 2017

Trading Symbol:

CUZ—TSX.V
BKTPF—OTCBB
A2AG5M—FSE

**Cruz Cobalt Corp to Make Application for an Exploration Permit on the Bucke
Cobalt Prospect in Ontario**

Cruz Cobalt Corp. (CUZ—TSX.V, BKTPF—OTCBB, A2AG5M-FSE) is pleased to announce that it is making an application for an exploration permit on its Bucke Cobalt Prospect. This prospect is located in the vicinity of the city of Cobalt, home to one of the largest cobalt/silver districts in North America. This permit will cover the following activities of mechanized drilling, mechanized stripping, pitting and trenching of bedrock and line cutting.

President James Nelson states, “We are very pleased to initiate the application process which will enable Cruz to commence operations on the Bucke Cobalt Prospect near the town of Cobalt, Ontario. Cruz has 8 separate cobalt prospects, 4 in Ontario, 3 in British Columbia and 1 in Idaho. Cobalt prices have just established 5 year highs and the price is up more than 100 percent in the past 12 months. Management is optimistic about the cobalt trend and look forward to getting boots on the ground shortly on this cobalt prospect.”

If you would like to be added to Cruz’s email list please send an email to info@cruzcobaltcorp.com or twitter @CruzCobalt

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Cruz Cobalt Corp.
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February 28, 2017

Trading Symbol:

CUZ—TSX.v
BKTPF—OTCBB
A2AG5M--FSE

Cruz Cobalt to Acquire the Chicken Hawk Cobalt Prospect in Montana

Cruz Cobalt Corp. (CUZ—TSXv, BKTPF—OTCBB, A2AG5M--FSE) is pleased to announce that it has entered into an agreement with an arm's length vendor to acquire the Chicken Hawk Cobalt Prospect located in Deer Lodge County, Montana. This new prospect consists of 64 contiguous lode claims covering approximately 1300 acres.

The Chicken Hawk Cobalt Prospect claims are located on the western edge of the Boulder Batholith and east of the Cordilleran Fold and Thrust Belt in south-western Montana. Covering a boundary between a Cretaceous granodiorite and the Lowland Creek Volcanics from the Eocene; the eight current claims are in the vicinity of a total of four volcanic rock suites. Cobalt, the primary targeted commodity of the Chicken Hawk, is occurring in the pyritized andesite and as cobaltian arsenopyrite; the sulfides are pneumatolytic in origin. The 64 claims surround four patented claims, no less than 15 unclaimed prospects, and three unclaimed adits.

Cruz President, James Nelson, stated, "We are very pleased to acquire this new cobalt prospect. Management believes that the cobalt trend in the western USA snakes its way through Idaho, into Montana and up into southern BC. This is the targeted pattern of acquisition that Cruz has focused on in the past year. This new prospect now makes 9 cobalt prospects within North America that Cruz has secured. Cruz has also secured one of the largest land packages, consisting of 4 separate cobalt prospects, all located in the Cobalt/Silver district of Ontario surrounding the city of Cobalt. Cobalt prices continue to trade to new 5 year highs and have been on a significant uptrend over the past 12 months. Cruz is fully funded to commence operations on all of its 9 cobalt prospects and management expects to be on the ground very shortly."

Cruz currently has seven cobalt projects located in Canada and one in Idaho and now one in Montana. Cruz's four separate Ontario cobalt prospects are all located in the vicinity of the city of Cobalt. The 900-acre Coleman cobalt prospect, the 900-acre Johnson Cobalt Prospect, the 5500 acre Hector Cobalt Prospect, the 1,480-acre Bucke Cobalt Prospect, and our 4935 acre War Eagle Cobalt Prospect in British Columbia. Terms of this deal call for 3 million shares to be issued upon TSX approval.

The technical contents of this release were approved by Greg Thomson, PGeo, a qualified person as defined by National Instrument 43-101.

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