

FORM 51-102F3 - MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Westcot Ventures Corp. (the "Company")
Suite 1080, 789 West Pender Street
Vancouver, British Columbia
V6C 1H2

Item 2 Date of Material Change

July 10, 2018

Item 3 News Release

The news release attached hereto as Schedule "A" announcing the material change described herein was disseminated through the news dissemination services of Baystreet and Stockwatch on July 10, 2018.

Item 4 Summary of Material Change

Westcot Ventures Corp. announced a two-for-one forward split of the Company's current issued and outstanding common shares.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Westcot Ventures Corp. announced its board of directors approved a two-for-one forward split (the "**Forward Split**") of the Company's current issued and outstanding common shares (the "**Shares**"), subject to regulatory approval.

Management of the Company believes that the Forward Split will provide increased liquidity to shareholders and promote broader share ownership, which is expected to be beneficial to the Company's shareholders.

The Forward Split will result in the Company's current issued and outstanding share capital of 8,844,455 Shares, as of the date of this news release, being increased to 17,688,910 issued and outstanding Shares. The Forward Split is being conducted on a push-out basis. The Company's CUSIP number and trading symbol will remain the same. The Company anticipates that the record date for the Forward Split will be July 12, 2018 (the "**Record Date**"), with the Shares listed on the NEX Board on a post-Forward Split basis following approval from the TSX Venture Exchange (the "**TSXV**").

Please see attached News Release attached hereto as Schedule "A" for further details.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Michael Young – Interim Chief Executive Officer
Phone: (604) 428-7050

Item 9 Date of Report

July 10, 2018

SCHEDULE "A"

WESTCOT VENTURES CORP.
Suite 1080, 789 West Pender Street, Vancouver, BC V6H 1H2

WESTCOT PROPOSES 2:1 FORWARD SPLIT

July 10, 2018

Vancouver, British Columbia – Wescot Ventures Corp. (the "**Company**") (NEX: WET.H) today announced that its board of directors approved a two-for-one forward split (the "**Forward Split**") of the Company's current issued and outstanding common shares (the "**Shares**"), subject to regulatory approval.

Management of the Company believes that the Forward Split will provide increased liquidity to shareholders and promote broader share ownership, which is expected to be beneficial to the Company's shareholders.

The Forward Split will result in the Company's current issued and outstanding share capital of 8,844,455 Shares, as of the date of this news release, being increased to 17,688,910 issued and outstanding Shares. The Forward Split is being conducted on a push-out basis. The Company's CUSIP number and trading symbol will remain the same. The Company anticipates that the record date for the Forward Split will be July 12, 2018 (the "**Record Date**"), with the Shares listed on the NEX Board on a post-Forward Split basis following approval from the TSX Venture Exchange (the "**TSXV**").

Shareholders of the Company do not need to take any action with respect to the Forward Split. Currently issued certificates representing currently issued and outstanding Shares will continue to be effective and should be retained by shareholders and should not be forwarded to the Company or its transfer agent. The Company or its transfer agent will send registered shareholders an additional certificate(s) representing the additional number of shares to be received as a result of the Forward Split on or about July 18, 2018 (the "**Payment Date**").

In accordance with the applicable rules of the TSXV, the Shares are expected to list on a due bill basis from July 11, 2018 (being one business day prior to the Record Date) to the Payment Date, inclusively (the "**Due Bill Period**"). A due bill is an entitlement attached to listed securities undergoing a material corporate action, such as a stock split. In this case, the entitlement is to additional Shares issuable as a result of the Forward Split. Ex-distribution listing of the Shares on a Forward Split-adjusted basis is expected to commence on July 19, 2018. The due bill redemption date is expected to be July 20, 2018 (being one business day after the ex-distribution date).

Any outstanding share purchase warrants (the "**Warrants**") will be adjusted by the same two-for-one ratio as the Shares upon exercise of the Warrants.

In accordance with the Company's Articles and the British Columbia *Business Corporations Act*, the Forward Split does not require shareholder approval. The Forward Split is subject to the acceptance of the TSXV.

Further to the Company's press release dated June 7, 2018, the Shares will remain halted pending completion of the Company's change of business.

On Behalf of the Board of Directors

"Michael Young"

Interim Chief Executive Officer and Director

Forward-Looking Statements

This press release contains forward-looking information or forward-looking statements (collectively "forward-looking information") within the meaning of applicable securities laws. Forward-looking information is typically identified by words such as: "will" "may" "believe", "expect", "anticipate", "intend", "estimate", "potentially" and similar expressions, or are those, which, by their nature, refer to future events. These statements reflect management's current estimates, beliefs, intentions and expectations. They are not guarantees of future performance. The Company cautions that all forward-looking statements are inherently uncertain and that actual performance may be affected by a number of material factors, many of which are beyond the Company's control. Accordingly, actual and future events, conditions and results may differ materially from the estimates, beliefs, intentions and expectations expressed or implied in the forward-looking information. Except as required under applicable securities legislation, the Company undertakes no obligation to publicly update or revise forward-looking information.

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