

**EAGLE I CAPITAL CORPORATION**

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Company**

Eagle I Capital Corporation (the “Corporation” or “Issuer”)  
1049 Chilco Street  
Suite 405  
Vancouver, British Columbia  
V6G 2R7

**Item 2: Date of Material Change**

February 18, 2021

**Item 3: News Release**

A news release was issued and disseminated on February 18, 2021 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule “A” hereto.

**Item 4: Summary of Material Change(s)**

The British Columbia Securities Commission and the Alberta Securities Commission have issued orders revoking the Issuer’s cease trade orders, originally issued in respect of the securities of the Issuer on, respectively August 19, 2011 and November 17, 2011.

**Item 5.1: Full Description of Material Change**

See attached news release at Schedule "A" to this report.

**Item 5.2 Disclosure for Restructuring Transactions**

Not applicable.

**Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102 (Confidentiality)**

Not applicable.

**Item 7: Omitted Information**

No information has been omitted on the basis that it is confidential information.

**Item 8: Executive Officer**

Michael Lerner  
Chief Executive Officer & Chief Financial Officer  
T: 416-710-4906  
E: [mlerner10@gmail.com](mailto:mlerner10@gmail.com)

**Item 9: Date of Report**

February 22, 2021

## SCHEDULE "A"

### EAGLE I CAPITAL CORPORATION ANNOUNCES REVOCATION OF CEASE TRADE ORDERS

**Toronto, Ontario, February 18, 2021** – Eagle I Capital Corporation ("**Eagle I**" or the "**Company**") is pleased to announce that effective today (the "**Effective Date**"), the British Columbia Securities Commission and the Alberta Securities Commission (together, the "**Securities Regulators**") have issued orders revoking their cease trade orders, originally issued in respect of the securities of the Company on, respectively, August 19, 2011 and November 17, 2011.

Between February 10 and February 18, 2021, the Company filed (i) its audited annual financial statements, annual management's discussion and analysis, and related certifications for the year ended May 31, 2020, (ii) its unaudited interim financial statements, interim management's discussion and analysis, and related certifications for the period ended August 31, 2020, (iii) Form 52-110F2 - Disclosure by Venture Issuers, (iv) Form 58-101F2 - Corporate Governance Disclosure (Venture Issuers), and (v) Form 51-102F6V - Statement of Executive Compensation – Venture Issuers (collectively, the "**Continuous Disclosure Documents**"). The Continuous Disclosure Documents are available for review online under the Company's profile on SEDAR ([www.sedar.com](http://www.sedar.com)). Following the filing of the Continuous Disclosure Documents, the Company is up-to-date with its continuous disclosure obligations.

In connection with the Company's applications for the revocation of the cease trade orders, the Company provided an undertaking to the Securities Regulators that it would hold an annual meeting of shareholders of the Company within three months of the Effective Date. The Company has met all other conditions required by the securities commissions for revocation of the cease trade orders.

#### **About Eagle I**

The Company is a mineral exploration company with no current activities or operations.

#### **On behalf of the Board of Directors**

Michael Lerner  
Chief Executive Officer & Chief Financial Officer  
T: 416-710-4906  
E: [mlerner10@gmail.com](mailto:mlerner10@gmail.com)

#### **Cautionary Statements**

*This press release may contain forward-looking statements including, but not limited to, comments regarding the timing of the annual meeting of shareholders of the Company. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statement.*