

EAGLE I CAPITAL CORPORATION

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

Item 1: Name and Address of Company

Eagle I Capital Corporation (the "Company")
1049 Chilco Street, Suite 405
Vancouver, British Columbia
V6G 2R7

Item 2: Date of Material Change

May 28, 2021.

Item 3: News Release

A news release was issued and disseminated on May 28, 2021 and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule "A".

Item 4: Summary of Material Change

The Company has reported that Jesse Kaplan, Sruli Weinreb, and Aaron Eisenberg have resigned as directors of the Company and Eric Weiss, Martin Blatt, and Ross Mitgang have been appointed as directors to fill the vacancies left by the resignations. Ross Mitgang was also appointed as Chief Executive Officer and Chief Financial Officer of the Company following Michael Lerner's resignation as CEO and CFO.

The Company also reported the grant of 4,996,544 stock options to certain directors, officers and consultants of the Company.

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

For additional information with respect to this material change, the following person may be contacted:

Ross Mitgang, CEO, CFO and Director
Telephone: (416) 481.2222 x 228
Email: rmitgang@plazacapital.ca

Item 9: Date of Report

This report is dated as of the 28 day of May, 2021.

SCHEDULE "A"

EAGLE I CAPITAL CORPORATION ANNOUNCES MANAGEMENT CHANGE AND GRANT OF STOCK OPTIONS

TORONTO, ON, May 28, 2021 – Eagle I Capital Corporation (“**Eagle I**” or the “**Company**”) announces that effective immediately, Jesse Kaplan, Sruli Weinreb, and Aaron Eisenberg have resigned as directors of the Company and Michael Lerner has resigned as Chief Executive Officer and Chief Financial Officer. Eagle I wishes to thank Mr. Lerner, Mr. Kaplan, Mr. Weinreb, and Mr. Eisenberg for their contributions to the Company.

Eric Weiss, Martin Blatt, and Ross Mitgang have been appointed as directors of the Company to fill the vacancies created by the foregoing resignations. Mr. Mitgang has been appointed as the Chief Executive Officer and Chief Financial Officer to fill the vacancy created by Mr. Lerner’s resignation.

The Company also announces that it has granted an aggregate of 4,996,544 stock options (each, an “**Option**”) to certain directors, officers and consultants of the Company in accordance with the Company’s stock option plan. Each Option is exercisable into one common share in the capital of the Company (each, a “**Common Share**”) at a price of \$0.006 per Common Share. The Options will expire on May 27, 2026.

About Eagle I Capital Corporation

Eagle I Capital Corporation is a mineral exploration company with no current activities or operations.

Cautionary Statements

This news release contains "forward-looking information" and "forward-looking statements" (collectively, "forward-looking statements") within the meaning of the applicable Canadian securities legislation. All statements, other than statements of historical fact, are forward-looking statements and are based on expectations, estimates and projections as at the date of this news release. Any statement that involves discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions, future events or performance (often but not always using phrases such as "expects", or "does not expect", "is expected", "anticipates" or "does not anticipate", "plans", "budget", "scheduled", "forecasts", "estimates", "believes" or "intends" or variations of such words and phrases or stating that certain actions, events or results "may" or "could", "would", "might" or "will" be taken to occur or be achieved) are not statements of historical fact and may be forward-looking statements.

For more information, please contact:

Eagle I Capital Corporation

Ross Mitgang, CEO and CFO

Telephone: (416) 481.2222 x 228

Email: rmitgang@plazacapital.ca