

TITUS ENERGY CORP.

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

Item 1: Name and Address of Company

Titus Energy Corp. (the “Company” or “Titus”)
1435 Cornwall Street
Regina, SK
S4R 5B3

Item 2: Date of Material Change

October 7, 2020.

Item 3: News Release

A news release was issued and disseminated on October 7, 2020 and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule "A".

Item 4: Summary of Material Change

Alan Huber has resigned as director and President, Lloyd George Bates has resigned as director and Chief Financial Officer and David Gingell has resigned as director and Chief Executive Officer of the Company. Binyomin Posen has been appointed to serve as director, Chief Executive Officer and Chief Financial Officer, Myra Bongard and Igor Fishman have been appointed as directors of the Company, all to fill in the vacancies created by the foregoing resignations.

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:

Titus Energy Corp.

Binyomin Posen

Director, CEO and CFO

T: 416 481-2222 (ext. 246)

E: bposen@plazacapital.ca

Item 9: Date of Report

This report is dated as of October 7, 2020

SCHEDULE "A"
TITUS ENERGY CORP.

TITUS ENERGY CORP. ANNOUNCES CHANGES IN BOARD OF DIRECTORS AND MANAGEMENT

Regina, SK, Canada, October 7, 2020 – Titus Energy Corp. (“**Titus**” or the “**Company**”) is announcing that, effective immediately, Alan Huber has resigned as director and President, Lloyd George Bates has resigned as director and Chief Financial Officer and David Gingell has resigned as director and Chief Executive Officer of the Company. The Company thanks them for their valuable contributions, and further wishes them every success in their future endeavors.

The Company is pleased to announce that Binyomin Posen has been appointed to serve as director, Chief Executive Officer and Chief Financial Officer, Myra Bongard and Igor Fishman have been appointed as directors of the Company, all to fill in the vacancies created by the foregoing resignations.

Mr. Binyomin Posen is a Senior Analyst at Plaza Capital Limited, where he focuses on corporate finance, capital markets and helping companies to go public. After three and a half years of studies overseas, he returned to complete his baccalaureate degree in Toronto. Upon graduating (on the Dean's List) he began his career as an analyst at a Toronto boutique investment bank where his role consisted of raising funds for IPOs and RTOs, business development for portfolio companies and client relations.

Ms. Myra Bongard is Real Estate Sales Representative for 35 years specializing in residential homes and condominiums. Ms. Bongard is currently the President, CEO and a Director of Compel Capital Inc. and she is also an independent Director of PetroCorp Group Inc.

Mr. Igor Fishman is a real-estate broker since 1988. He built his own real-estate brokerage, Upperside Realty which merged with Sutton Group in 2019. Mr. Fishman is very involved not just in acting as an agent for buyer and seller and he is also involved in financing new construction projects as well as land development projects and transactions. He also assists his clients with their real-estate portfolio management.

Additional Information

For additional information on Titus:

Please contact:

Binyomin Posen

Director, CEO and CFO

T: 416 481-2222 (ext. 246)

E: bposen@plazacapital.ca