

BacTech Environmental Corporation
FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

BacTech Environmental Corporation (the "Issuer")
37 King Street East, Suite 409
Toronto, Ontario M5C 1E9

Item 2: Date of Material Change

February 5, 2021

Item 3: News Release

A news release was issued and disseminated through the facilities of Canadian News Wire on February 5, 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)

BacTech Environmental Corporation ("BacTech or the Company")(CSE:BAC, OTC:BCCEF) announced that it has closed its previously announced, non-brokered private placement (NR Jan 21-2021). A total of \$153,500 was raised through the issuance of 5,116,666 common shares priced at \$0.03 per share. Four insiders of BacTech participated in the financing for a total of \$39,000 resulting in the issuance of 1,300,000 common shares.

The financing was offered in parallel with a capital raise underway in the United States using the Company's Regulation "A" exemption. BacTech announced on February 2nd that it had closed a funding round of US\$94,500. Collectively, the two financings raised \$274,500 Canadian. The Company also announced that the Reg A financing resulted in the issuance of 6,300,000 common shares.

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

Louis Nagy
Chief Financial Officer

Item 9: Date of Report

February 17, 2021



BacTech Closes Equity Financing

February 5, 2021

Toronto, Canada

BacTech Environmental Corporation (“BacTech or the Company”)(CSE:BAC)(OTC:BCCEF) announced today that it has closed its previously announced, non-brokered private placement (NR Jan 21-2021). A total of \$153,500 was raised through the issuance of 5,116,666 common shares priced at \$0.03 per share. Four insiders of BacTech participated in the financing for a total of \$39,000 resulting in the issuance of 1,300,000 common shares.

The financing was offered in parallel with a capital raise underway in the United States using the Company’s Regulation “A” exemption. BacTech announced on February 2nd that it had closed a funding round of US\$94,500. Collectively, the two financings raised \$274,500 Canadian. The Company also announced that the Reg A financing resulted in the issuance of 6,300,000 common shares.

The funds will be used for general corporate purposes. There were no common share purchase warrants issued with either financing.

ABOUT BACTECH

In summary, BacTech is investigating the prospects of a build/own/operate bioleach facility to be based in Ponce Enriquez, Ecuador. The selection of Ponce Enriquez is driven by the extremely high levels of arsenic that is associated with gold in the +90 small mines in the area which attract high penalties in smelting. Presently, the miners are forced to sell their production at reduced prices to Asian buyers due to the high arsenic values in the concentrates and accept lower financial returns. BacTech proposes to pay better prices for the miners’ material, by eliminating penalties for arsenic, and process higher grade gold to reduce overall refining costs. This concept

can be repeated in areas of Peru, Colombia and Central America where arsenic is known to exist alongside gold mining. The Company is also awaiting the reduction in government imposed Covid restrictions in Colombia where BacTech will investigate a gold/platinum tailings project.

For further information contact:

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YouTube <http://www.youtube.com/user/bactechgreen>

Special Note Regarding Forward-Looking Statements

This news release contains “forward-looking information”, which may include, but is not limited to, statements with respect to future tailings sites, sampling or other investigations of tailing sites, the Company’s ability to make use of infrastructure around tailings sites or operating performance of the Company and its projects. Often, but not always, forward-looking statements can be identified using words such as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates”, or believes” or variations (including negative variations) of such words and phrases, or state that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Forward-looking statements contained herein are made as of the date of this news release and the Company disclaims, other than as required by law, any obligation to update any forward-looking statements whether because of new information, results, future events, circumstances, or if management’s estimates or opinions should change, or otherwise. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, the reader is cautioned not to place undue reliance on forward-looking statements.

Shares outstanding: 128,381,000

The Canadian Securities Exchange (CSE) has not reviewed and does not accept responsibility for the adequacy or the accuracy of the contents of this release.

This press release does not constitute an offer to sell or a solicitation of an offer to buy any of the shares, nor is it a solicitation of interest from a prospective investor.