

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

March 16, 2021

Item 3: News Release

A news release was issued and disseminated through the facilities of Canadian News Wire on March 16, 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) today announced a series of transactions with respect to common share purchase warrants and common share stock options of the Company.

A total of 2,150,000, less the ones exercised noted below, of common share stock options expired on March 15, 2021 with an exercise price of \$0.07 per share. To replace these the Company will issue 2,200,000 new common share stock options with an exercise price of \$0.12 per share and a term of 5 years to insiders and consultants. In the weeks leading up to the expiry of the 2,150,000 stock options, a total of 1,100,000 common share stock options were exercised under the old plan at \$0.07 providing a cash infusion of \$77,000 to the Company.

BacTech also reports that a total of 2,879,500 common share purchase warrants were exercised recently adding an additional \$143,975 to the treasury.

BacTech also issued common share purchase warrants to certain individuals who previously agreed to extend their debentures for up to two years. A total of 8,444,000 warrants with an exercise price of \$0.05 per warrant were issued with staggered expiry dates in 2022.

It is BacTech’s intention to redeem these debentures either through repayment or conversion into common shares 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

Louis Nagy
Chief Financial Officer

Item 9: Date of Report

March 26, 2021

SCHEDULE "A"

BacTech Provides Capital Structure Update

March 16, 2021

Toronto, Canada- BacTech Environmental Corporation ("BacTech" or the "Company")(CSE:BAC,OTC:BCCEF) today announced a series of transactions with respect to common share purchase warrants and common share stock options of the Company.

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ABOUT BACTECH

BacTech is promoting the use of its proprietary bioleach processing technology to treat historic arsenopyrite concentrates and tailings produced in the Ponce Enriquez area of Southern Ecuador. 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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Email: borr@bactechgreen.com

Website: www.bactechgreen.com

Follow us on:

Facebook <http://www.facebook.com/BacTechGreen>

Twitter <http://twitter.com/BacTechGreen>

LinkedIn <http://www.linkedin.com/company/1613873>

Vimeo <http://vimeo.com/bactechgreen>

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: 132,310,538