

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

Item 1 Name and Address of Company

Lanebury Growth Capital Ltd. (the “Company”)
Suite 1080, 789 West Pender Street
Vancouver, British Columbia V6C 1H2

Item 2 Date of Material Change

July 31, 2018

Item 3 News Release

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated through the news dissemination services of Stockwatch and Baystreet on July 31, 2018.

Item 4 Summary of Material Change

On July 31, 2018, the Company granted an aggregate of 400,000 incentive stock options to directors and officers of the Company.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the news release attached as Schedule “A” for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Lance Tracey
Chief Executive Officer
Telephone: 604-657-7757
Email: lance@lancetracey.com

Item 9 Date of Report

July 31, 2018

LANEBURY GROWTH CAPITAL LTD.

Suite 1080, 789 West Pender Street
Vancouver, British Columbia
V6C 1H2

NEWS RELEASE

Lanebury Grants Stock Options

July 31, 2018 – Vancouver, British Columbia – Lanebury Growth Capital Ltd. (CSE: LLL) (“**Lanebury**” or the “**Company**”) announces it has granted, effective today, an aggregate of 400,000 incentive stock options (each an “**Option**”) to the directors and officers of the Company, in accordance with the Company’s current stock option plan.

Each Option is fully vested and exercisable into one common share (a “**Share**”) of the Company at a price of \$0.50 – a substantial premium to market price - per Share for a period of five years from the date of grant.

The issuance of the Options is subject to the approval of the Canadian Securities Exchange (the “**Exchange**”). If the issuance of the Options is approved by the Exchange, the Company will have a total of 400,000 stock options outstanding representing 3.88% of the outstanding common shares of the Company.

About Lanebury Growth Capital Ltd.

Lanebury is an investment company with an investment strategy focused on building a portfolio of high-quality investments in technology start-ups. The Company primarily targets investments that have a monthly revenue model and can be scaled easily using internet and mobile technologies.

ON BEHALF OF THE BOARD OF DIRECTORS

Lance Tracey
Chief Executive Officer and Director

Cautionary Statement Regarding "Forward-Looking" Information

Some of the statements contained in this news release are forward-looking statements and information within the meaning of applicable securities laws. Forward-looking statements and information can be identified by the use of words such as "plans", "expects", "intends", "is expected", "potential", "suggests" or variations of such words or phrases, or statements that certain actions, events or results "may", "could", "should", "would", "might" or "will" be taken, occur or be achieved.

Forward-looking statements and information are not historical facts and are subject to a number of risks and uncertainties beyond Lanebury’s control. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this news release. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements, except as may be required by law.

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.