

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

Item 1 Name and Address of Company

Lanebury Growth Capital Ltd. (the “Company”)
750 West Pender Street, Suite 401
Vancouver, British Columbia V6C 2T7

Item 2 Date of Material Change

July 14, 2022

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 14, 2022.

Item 4 Summary of Material Change

On July 14, 2022, the Company announced it has borrowed \$1,300,000 CAD (the “Loan from Code”) from Code Consulting Limited (“Code”) and issued a promissory note to Code.

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: 604-428-7050

Item 9 Date of Report

July 27, 2022

LANEBURY GROWTH CAPITAL LTD.

750 West Pender Street, Suite 401
Vancouver, British Columbia
V6C 2T7

NEWS RELEASE

Lanebury Announces \$1.3M Loan

July 14, 2022 – Vancouver, British Columbia – **Lanebury Growth Capital Ltd. (CSE: LLL)** (“**Lanebury**” or the “**Company**”) announces it has borrowed \$1,300,000 CAD (the “**Loan from Code**”) from Code Consulting Limited (“**Code**”) and issued a promissory note to Code. The Loan from Code bears interest at an annual rate of 10% and is repayable on December 31, 2022.

The Company also announces that it has provided a \$1,300,000 loan (the “**Loan to Plank**”) to Plank Ventures Ltd. (CSE: PLNK) (“**Plank**”). The Loan to Plank carries 10% interest per annum and is repayable on December 31, 2022. Plank issued a promissory note to the Company with respect to the Loan to Plank.

The Loan from Code and the Loan to Plank are related party transactions pursuant to Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). Mr. Lance Tracey is the beneficial owner of Code, a director of Lanebury and a control person of Lanebury and Plank, and, as such, Mr. Tracey has abstained from voting with respect to the Loan from Code and the Loan to Plank.

With respect to the Loan from Code and the Loan to Plank, Lanebury and Plank relied on the exemption from the valuation requirement pursuant to section 5.5(b) (Issuer Not Listed on Specified Markets) of MI 61-101 and from the minority shareholder approval requirement prescribed by section 5.7(1)(f) (Loan to Issuer, No Equity or Voting Component) of MI 61-101.

There is no undisclosed material information by Lanebury or Plank. Lanebury and Plank each have at least one independent director, and all independent directors approved the Loan from Code and the Loan to Plank.

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.

About Plank Ventures Ltd.

Plank is an investment company targeting investments and business opportunities in the technology arena, focusing on early-stage start-up companies that already have developed a customer and revenue base and were seeking funding for expansion.

ON BEHALF OF THE BOARD OF DIRECTORS

Lance Tracey
Chief Executive Officer and Director
Tel: (604) 428-7050

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.