

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**1. Name and Address of Company**

Express Capital Corp.  
1740 – 1177 West Hastings Street  
Vancouver, British Columbia V6E 2K3

**2. Date of Material Change**

August 31, 2020

**3. News Release**

The news release announcing the material change was disseminated on August 31, 2020, through Stockwatch. The news release was also filed with the British Columbia and Alberta Securities Commissions on SEDAR.

**4. Summary of Material Change**

Express Capital Corp. entered into a property option agreement pursuant to which Express has the option to acquire up to an 80% interest in and to the Golden Moon Property, comprised of 10 mineral claims located in the Province of Quebec.

**5.1 Full Description of Material Change**

See attached news release.

**5.2 Disclosure for Restructuring Transactions**

N/A

**6. Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable.

**7. Omitted Information**

No information has been intentionally omitted from this material change report.

**8. Executive Officer**

Chris Cooper, CEO  
604.307.8290

**9. Date of Report**

August 31, 2020

## **EXPRESS CAPITAL CORP. OBTAINS OPTION ON GOLDEN MOON PROPERTY IN QUEBEC**

**Vancouver, British Columbia, August 31, 2020** – Express Capital Corp. (“**Express**” or the “**Company**”) announces that it has entered into a property option agreement (the “**Agreement**”) with Martin Dallaire (the “**Optionor**”) dated as of the date hereof pursuant to which Express has the option to acquire up to an 80% interest in and to the Golden Moon Property (the “**Property**”), comprised of 10 mineral claims located in the Province of Quebec. The Optionor holds an 80% interest in seven of the claims comprising the Property (the “**7 Claims**”) and a 100% interest in the remaining three claims comprising the Property (the “**3 Claims**”).

Under the Agreement, to earn a 60% interest in the 7 Claims and an 80% interest in the 3 Claims Express is required to make an aggregate total of \$450,000 in exploration expenditures on the Property (or make cash payments to the Optionor in lieu thereof) and to issue an aggregate of 1,500,000 Class A common shares to the Optionor, as follows: (1) on or before September 10, 2020, issue 500,000 shares to the Optionor; (2) on or before December 31, 2021, issue an additional 500,000 shares to the Optionor and make at least \$205,000 in exploration expenditures on the Property; (3) on or before December 31, 2022, issue an additional 500,000 shares to the Optionor and make at least a cumulative total of \$350,000 in exploration expenditures on the Property; and (4) on or before December 31, 2023, make at least a cumulative total of \$450,000 in exploration expenditures on the Property.

If Express is unable to purchase an additional 20% interest in the 7 Claims from the two other holders of the 7 Claims on or before December 31, 2023, then under the Option Agreement Express shall have the right to earn an additional 20% interest in the 7 Claims from the Optionor (for a total interest of 80%) by incurring additional exploration expenditures in the amount of \$500,000 on the Property and making a cash payment of \$100,000 to the Optionor on or before December 31, 2024.

Upon successful exercise of the option by Express, the parties shall negotiate and execute a joint venture agreement whereby the Optionor’s remaining interest in the Property shall be converted to a non-contributory carried interest until commencement of commercial production after which, (i) the Optionor’s interest shall become participating; and (ii) the Optionor shall pay its attributed portion of the total development and construction costs to commercial production, using 4/5ths of its share of the payments derived from the joint venture.

### **On Behalf of the Board of Directors**

Chris Cooper  
Chief Executive Officer  
604.307.8290

### **Forward-Looking Statements**

This news release contains forward-looking statements. Forward-looking statements address future events and conditions and therefore, involve inherent risks and uncertainties. Actual results may differ materially from those currently expected or forecast in such statements.