

MATERIAL CHANGE REPORT

1. Name and Address of Company

Luxxfolio Holdings Inc. (the "Company")
212 – 1080 Mainland Street
Vancouver, British Columbia V6B 2T4

2. Date of Material Change

June 14, 2021

3. News Release

The Company disseminated a news release in respect of the material change on June 15, 2021, through the newswire services of Cision. The news release was filed on SEDAR on June 15, 2021.

4. Summary of Material Change

The Company acquired all of the issued and outstanding shares of WestBlock Capital Inc. ("WestBlock"), by way of a three-cornered amalgamation among WestBlock, the Company and a wholly-owned subsidiary of the Company (the "Transaction").

5.1 Full Description of Material Change

The Company acquired all of the issued and outstanding shares of WestBlock from the shareholders thereof, in consideration of issuing (i) 16,000,000 common shares in the capital of the Company ("Shares") at the deemed price of \$0.385 per Share, and (ii) 2,500,000 Share purchase warrants ("Warrants"). In addition, the Company issued 2,500,000 Share purchase warrants ("Performance Warrants") to certain principals of Westblock and certain other persons who assisted Westblock with its business (subject to certain performance criteria).

WestBlock is an integrated digital asset mining company that operates an industrial scale cryptocurrency mining operation in New Mexico. WestBlock was able to secure access to land and electricity at significantly reduced cost in the bottom decile of global power costs for their mining operations through its exclusive partnership with the Navajo Nation. In connection with the Transaction, WestBlock acquired a 100% interest in the facility, while remaining a partner with the Navajo Nation through an ongoing power purchase arrangement. The management of WestBlock will continue to operate the WestBlock business, as a wholly owned subsidiary of the Company.

5.2 Disclosure for Restructuring Transaction

Not applicable.

6. Reliance on subsection 7.1(2) of National Instrument 51.102

This report is not being filed on a confidential basis

7. Omitted Information

No significant facts required to be disclosed have been omitted.

8. Executive Officer

For further information contact:

Name: Dean Linden

Officer: Chief Executive Officer

Telephone: (604) 398-3837

9. Date of Report

July 16, 2021.