

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Vinza Capital Management Inc. (the "**Company**")
328 - 20th Avenue West Vancouver, BC V5Y 2C6.

Item 2 Date of Material Change

September 27, 2019

Item 3 News Release

A new release in respect of the material change was disseminated on September 27, 2019 via Globenewswire and a copy was filed on SEDAR.

Item 4 Summary of Material Change

The Company completed a private placement of 6,250,000 common shares for gross proceeds of \$62,500, of which 6,000,000 common shares were purchased by the directors of the Company.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See the attached news release dated September 27, 2019 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

The following executive officer of the Company is knowledgeable about the material change and this Material Change Report:

Bill McCartney, Chief Executive Officer of the Company
Tel: 604-307-8103

Item 9 Date of Report

September 27, 2019

PRESS RELEASE

VINZA COMPLETES \$62,500 PRIVATE PLACEMENT

Vancouver, BC September 27, 2019 – Vinza Capital Management Inc. (the “Company”) is pleased to announce it has completed a private placement of 6,250,000 common shares for gross proceeds of \$62,500, of which 6,000,000 common shares were purchased by directors of the Company.

No finder’s fee or commission was paid in connection with the placement. The proceeds from the sale of common shares will be used for general working capital purposes. All securities issued in connection with the private placement are subject to a four month hold period.

The Company’s four directors, Bill McCartney (through 388469 B.C. Ltd., a company controlled by Mr. McCartney), Paul Visosky (through Casa Stilts Law Corp., a company controlled by Mr. Visosky), Murray Oliver and Nick Furber, each purchased 1,500,000 common shares of the Company or approximately 24% of the Company’s total issued and outstanding common shares. Their participation is considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 (“MI 61-101”). The transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 in reliance on the exemptions set forth in sections 5.5(e) and 5.7(1)(c) of MI 61-101, as the private placement is supported by a control person of the Company in the circumstances described in section 5.5(e) of MI 61-101.

The Company did not file a material change report more than 21 days before the expected closing of the private placement as the details of the private placement and the participation therein by related parties of the Company were not settled until shortly prior to closing and the Company wished to close on an expedited basis for sound business reasons.

Prior to completion of the private placement, the Company's four directors did not have ownership or control of any common shares of the Company. The Shares were acquired for investment purposes. Each of the parties intends to evaluate his investment in the Company and to increase or decrease his beneficial shareholdings from time to time as he may determine appropriate for investment purposes. Copies of the early warning reports filed by each of 388469 B.C. Ltd., Casa Stilts Law Corp., Murray Oliver and Nick Furber, in accordance with applicable securities laws, are available under the profile for the Company on SEDAR (www.sedar.com). To obtain a copy of the early warning reports, contact Murray Oliver at mjo@pemcorp.com.

ON BEHALF OF THE BOARD OF DIRECTORS

“Bill McCartney”

Bill McCartney, CEO.

For further information please contact Murray Oliver: mjo@pemcorp.com