

MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

Volatus Capital Corp.
Suite 1100 – 595 Howe Street
Vancouver, BC V6C 2T5

Item 2 **Date of Material Change**

May 29, 2020

Item 3 **News Release**

The news release was disseminated on May 29, 2020 through Stockwatch.

Item 4 **Summary of Material Change**

Volatus Capital Corp. (“Volatus” or the “Company”) announced that it has closed the final tranche of a non-brokered private placement offering (the “Offering”) and issued an additional 2,230,000 common shares at \$0.075 per share for gross proceeds of \$167,250.

The Offering was originally announced by news release on May 13, 2020 and previous tranches closed on May 20, 2020 and May 22, 2020. A total of 16,753,500 common shares were issued for gross proceeds of \$1,256,512.50. The proceeds raised will be used by the Company to conduct further exploration work on its properties in British Columbia, project acquisitions, and for general corporate purposes.

The Company further announced that it intends to acquire 400,000 units (the “Private Placement Units”) of Origen Resources Inc. (“Origen”, a junior mining exploration company listed on the Canadian Securities Exchange) by way of private placement for investment purposes, as more particularly described in Item 5 below.

Item 5 **Full Description of Material Change**

5.1 Full Description of Material Change

The Company announced that it has closed the final tranche of a non-brokered private placement offering (the “Offering”) and issued an additional 2,230,000 common shares at \$0.075 per share for gross proceeds of \$167,250.00 (the “Final Tranche”).

The securities issued in the Final Tranche are subject to staggered hold periods expiring as to 557,500 common shares (25%) on each of the following dates from issuance: (i) four months and one day (September 30, 2020); (ii) twelve months (May 29, 2021); (ii) eighteen months (November 29, 2021); and (iv) twenty-four months (May 29, 2022).

No finders fees were paid in the Final Tranche.

The Offering was originally announced by news release on May 13, 2020 and previous tranches closed on May 20, 2020 and May 22, 2020. A total of 16,753,500 common shares were issued for gross proceeds of \$1,256,512.50. The proceeds raised will be used by the Company to conduct further exploration work on its properties in British Columbia, project acquisitions, and for general corporate purposes.

The Company further announces that it intends to acquire 400,000 units (the “Private Placement Units”) of Origen Resources Inc. (“Origen”, a junior mining exploration company listed on the Canadian Securities Exchange) by way of private placement for investment purposes. The Private Placement Units are priced at \$0.18 each for a total investment of \$72,000. Each Private Placement Unit consists of one common share of Origen and one common share purchase warrant to acquire an additional common share at a price of \$0.22 for a period of two years.

About Volatus Capital Corp.

The Company is focused on exploration and development of resources in gold and battery metals that have strong demand profiles in the growing green economy.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Confidentiality is not requested.

Item 7 Omitted Information

No information has been omitted in respect of the material change.

Item 8 Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report.

Michael Collins, President and CEO
Telephone No.: 604-764-7094

Item 9 Date of Report

June 2, 2020