

**Form 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Volatus Capital Corp.  
#3043, 595 Burrard Street  
Vancouver, BC V7X 1J1

**Item 2 Dates of Material Change**

March 9, 2022

**Item 3 News Release**

The press release was disseminated on March 9, 2022 through TheNewswire.

**Item 4 Summary of Material Change**

Vancouver, B.C. – March 9, 2022 - Volatus Capital Corp. (CSE: VC) (the “Company” or “Volatus”) is pleased to announce a non-brokered private placement of up to 20,000,000 units at a price of \$0.05 per unit for gross proceeds of up to \$1,000,000 (the “Offering”).

Each unit will consist of one common share and one share purchase warrant. Each warrant entitles the holder to purchase one additional common share of the Company at a price of \$0.07 for a term of five years from closing of the Offering. All securities issued will be subject to a four month hold period from the date of the issuance of such securities. The Company may pay finder’s fees in accordance with the policies of the Canadian Securities Exchange. The proceeds from the sale of the units will be used for general working capital.

The Company also announces closing of the first tranche (the “First Tranche”) of the Offering. The Company has raised \$610,000 through the issuance of 12,200,000 units at a price of \$0.05 per unit. Each unit will consist of common share and one share purchase warrant. Each warrant entitles the holder to purchase one additional common share of the Company at a price of \$0.07 for a term of five years expiring March 9, 2027. All securities issued in the First Tranche are subject to a four month hold period expiring July 10, 2022.

**Item 5 Full Description of Material Change**

See attached press releases for details.

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Fred Tejada  
President and CEO  
Tel: 778-819-2710

**Item 9**

**Date of Report**

March 9, 2022

***THIS NEWS RELEASE IS NOT FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES FOR  
DISSEMINATION IN THE UNITED STATES***

**NEWS RELEASE**

**VOLATUS ANNOUNCES NON-BROKERED PRIVATE PLACEMENT  
AND CLOSES FIRST TRANCHE**

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Crest Resources Inc. (“Crest”) (CSE: CRES) acquired all the 12,200,000 units of the Company issued in the First Tranche. As a result, it now owns 54.05% of the outstanding shares of the Company or 64.36% assuming exercise of all warrants held by Crest and is a “control person” as that term is defined under securities legislation.

Crest purchased the units for investment purposes. The Offering and the acceptance of the subscription by Crest was approved by unanimous resolution of the board of directors of the Company. There was no formal valuation of the Company done in connection with the Offering nor has there been such a formal valuation in the past 24 months. The Company relied upon the exemptions contained in Section 5.5(b) and 5.7(b) of Multilateral Instrument 61-101 (“MI 61-101”) to avoid the formal valuation and shareholder approval requirements of MI 61-101. For the purposes of Section 5.5(b), the Company does not have any securities listed on any of the stock exchanges set out in Section 5.5(b) and for the purposes of Section 5.7(b) the exemption was available as the consideration paid for the units subscribed for by Crest was less than \$2,500,000.

**About Volatus Capital Corp.**

Volatus is focused on exploration and development of resources in gold and copper in the Toodoggone district of north-central British Columbia, as well as magnesite in South Australia and battery metals that have strong demand profiles in the growing green economy.

**FOR FURTHER INFORMATION CONTACT:**

Fred Tejada, PGeo  
President & CEO Volatus Capital Corp.  
Telephone: 778-819-2710

*Neither the Canadian Securities Exchange nor its Regulation Service Provider (as the term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this news release.*