

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1. NAME AND ADDRESS OF COMPANY

Goat Industries Ltd. (the "**Company**")
550 Burrard Street, #2300
Vancouver, BC V6C 2B5

ITEM 2. DATE OF MATERIAL CHANGE

September 10, 2024

ITEM 3. NEWS RELEASE

Issued on September 10, 2024 and distributed through the facilities of The NewsWire.ca and on the Company's SEDAR+ page.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced that the Company has completed the first tranche of its non-brokered private placement ("**Private Placement**") of units ("**Units**") for gross proceeds of C\$129,800.02 through the sale of 1,366,316 Units at a price of C\$0.095 per Unit.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

Please see the attached news release.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTION

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

Contact: Michael Leahy, Chief Executive Officer
Telephone: 1-833-4-GOAT-IR

ITEM 9. DATE OF REPORT

September 10, 2024



NEWS RELEASE

GOAT INDUSTRIES ANNOUNCES CLOSING OF FIRST TRANCHE OF PRIVATE PLACEMENT

Vancouver, British Columbia, Canada – September 10, 2024 – GOAT Industries Ltd. (“Company” or “GOAT”) (CSE: GOAT) (OTC: BGTTF) (FWB: 26B.F) is pleased to announce that the Company has completed the first tranche of its non-brokered private placement (“Private Placement”) of units (“Units”) for gross proceeds of C\$129,800.02 through the sale of 1,366,316 Units at a price of C\$0.095 per Unit.

Each Unit is comprised of one common share in the capital of the Company (a “Common Share”) and one common share purchase warrant (each, a “Warrant”). Each Warrant will be exercisable into one Common Share at a price of C\$0.15 per share for two (2) years from the date of issue.

The proceeds from the Private Placement are intended to be used for general working capital purposes. All securities issued pursuant to the Private Placement are subject to a four month and one day hold period from the date of issue pursuant to National Instrument 45-106 – *Prospectus Exemptions*. No finder’s fees were paid in relation to the first tranche.

ABOUT GOAT INDUSTRIES LTD.

GOAT is an investment issuer focused on investing in high-potential companies operating across a variety of industries and sectors. The paramount goal of the Company is to generate maximum returns from its investments.

For more information about the Company, please visit <https://www.goatindustries.co/>. The Company’s final prospectus, financial statements and management’s discussion and analysis, among other documents, are all available on its profile page on SEDAR+ at www.sedarplus.ca.

ON BEHALF OF THE BOARD OF DIRECTORS

Chief Executive Officer	Michael Leahy
Head Office	Suite 2300, 550 Burrard Street, Vancouver, BC V6C 2B5
Telephone	1-204-801-3613
Website	www.goatindustries.co
Email	info@goatindustries.co

The CSE and Information Service Provider have not reviewed and does not accept responsibility for the accuracy or adequacy of this release.

Forward-Looking Information

This news release contains "forward-looking information" within the meaning of applicable Canadian securities legislation, including in relation to the Company’s intention to complete the issuance of the

Notes and the Private Placement. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain acts, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company, as the case may be, to be materially different from those expressed or implied by such forward-looking information, including the risks that the issuance of the Notes or the completion of the Private Placement may not occur as contemplated or at all. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. Actual results and developments may differ materially from those contemplated by these statements depending on, among other things, the risks that the Company may terminate and not proceed with the issuance of the Notes and/or the Private Placement, or that the issuance of the Notes and/or Private Placement will not be successfully completed for any reason (including failure to obtain the required acceptance from the Canadian Securities Exchange). The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.