FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Carrus Capital Corporation
885 West Georgia Street, Unit 1320
Vancouver, British Columbia
V6C 3E8

Item 2 Date of Material Change

May 20, 2014.

Item 3 News Release

The news release attached hereto as Schedule "A" announcing the material change described herein was released through Stockwatch at Vancouver, British Columbia on May 20, 2014.

Item 4 Summary of Material Change

The material change is described in the Company's news release attached hereto as Schedule "A", which news release is incorporated herein.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

No information other than that provided in Item 4 is presently available.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

The following is the name and business telephone number of an executive officer of the Company who is knowledgeable about the material change and this report.

Bruce Schmidt,
Chief Executive Officer and Corporate Secretary, Carrus Capital Corporation
604-760-0160

Item 9 Date of Report

May 20, 2014.

Schedule "A"

CARRUS CAPITAL CORPORATION
Trading Symbol
TSXV: CHQ

News Release

CARRUS CAPITAL CORPORATION TO EFFECT A 7:1 SHARE CONSOLIDATION

/NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES/

May 20, 2014, Vancouver, British Columbia

Share Consolidation

Carrus Capital Corporation (TSXV: CHQ) ("Carrus") is pleased to announce that on April 10, 2014 the board of directors approved the proposed consolidation of its issued and outstanding common shares on the basis of one (1) post-consolidation common share for every seven (7) pre-consolidation common shares. The Company will be implementing the approved share consolidation to shareholders of record on May 15, 2014 (the "Record Date"). Shareholders of the Company will receive one (1) share for every seven (7) shares held as of the Record Date. A letter of transmittal will be sent by mail to shareholders advising that the share consolidation has taken effect and instructing shareholders to surrender the certificates evidencing their common shares for replacement certificates representing the number of common shares to which they are entitled as a result of the consolidation. Until surrendered, each certificate will be deemed for all purposes to represent the number of common shares to which the holder thereof is entitled as a result of the consolidation.

Further details regarding the share consolidation are contained in the Company's Information Circular dated February 12, 2014, which has been filed under the Company's profile on SEDAR at www.sedar.com.

For further information, please contact:

Bruce Schmidt
Chief Executive Officer and Corporate Secretary
Phone: 604-760-0160
