FORM 51–102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Wangton Capital Corp.
Suite 1500, 1055 West Georgia Street
Vancouver, BC, V6E 4N7

Item 2 Date of Material Change

April 6, 2023

Item 3 News Release

The Company issued a news release on December 14, 2021 through the services of Stockwatch and Bay Street and filed with the applicable securities regulatory authorities.

Item 4 Summary of Material Change

Wangton Capital Corp. ("**Wangton**" or the "**Company**") (NEX: WT.H), a capital pool company listed on the NEX board of the TSX Venture Exchange (the "**Exchange**"), is pleased to provide an update with respect to its previously announced qualifying transaction with Kalmarna Limited ("**Tonisity BVI**"). As announced in its news releases of December 14, 2021 (the "**Announcement**") and March 14, 2022, the Company plans to acquire all of the issued and outstanding securities of Tonisity BVI as its qualifying transaction pursuant to the policies of the Exchange (the "**Transaction**").

The Company and Tonisity BVI are continuing to pursue the Transaction and discussions with potential investors are ongoing. The Transaction remains subject to the Company and Tonisity BVI entering into a definitive agreement with respect to the Transaction.

Item 5 Full Description of Material Change

A full description of the Material Change is attached as "Schedule A"

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

n/a

Item 7 Omitted Information n/a

Item 8 Executive Officer

To obtain further information, contact Moe Dilon, President & CEO, 778 989 4999

Item 9 Date of Report

April 6, 2023

Schedule "A"

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WANGTON CAPITAL PROVIDES FURTHER UPDATE ON QUALIFYING TRANSACTION WITH TONISITY, AN ANIMAL HEALTH AND NUTRITION COMPANY

Vancouver, British Columbia (April 6, 2023) – Wangton Capital Corp. ("**Wangton**" or the "**Company**") (NEX: WT.H), a capital pool company listed on the NEX board of the TSX Venture Exchange (the "**Exchange**"), is pleased to provide an update with respect to its previously announced qualifying transaction with Kalmarna Limited ("**Tonisity BVI**"). As announced in its news releases of December 14, 2021 (the "**Announcement**") and March 14, 2022, the Company plans to acquire all of the issued and outstanding securities of Tonisity BVI as its qualifying transaction pursuant to the policies of the Exchange (the "**Transaction**").

The Company and Tonisity BVI are continuing to pursue the Transaction and discussions with potential investors are ongoing. The Transaction remains subject to the Company and Tonisity BVI entering into a definitive agreement with respect to the Transaction.

About Tonisity

Tonisity is an animal health and nutrition company based in Ireland that is currently focusing its patented technology in two specific markets: (1) isotonic products for the enhancement of swine production; and (2) novel companion animal nutrition products. Tonisity is focused on creating positive physiological changes by addressing the issue of intestinal health of young animals, thus improving their overall health, leading to better lifetime performance. With respect to novel companion animal products, Tonisity is poised to become the first mover and market leader in a targeted nutrition approach for pets – which is a rapidly growing market across the globe. For more information on Tonisity's business, visit www.tonisity.com and www.doggyrade.com.

ON BEHALF OF THE BOARD

"Moe Dilon"

Moe Dilon
CEO and Director
Phone: 778-989-4999

Completion of the Transaction is subject to a number of conditions, including but not limited to, Exchange acceptance and if applicable pursuant to Exchange Requirements, majority of the minority shareholder approval. Where applicable, the Transaction cannot close until the required shareholder approval is obtained. There can be no assurance that the Transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the management information circular or filing statement to be prepared in connection with the Transaction, any information released or received with respect to the Transaction may not be accurate or complete *and should not be relied upon. Trading in the securities of a capital pool company should be considered highly speculative.*

The TSX Venture Exchange Inc. has in no way passed upon the merits of the proposed Transaction and has neither approved nor disapproved the contents of this press release.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This release includes forward-looking statements regarding Wangton, Tonisity, and their respective businesses. Such statements are based on the current expectations of the management of each entity. The forward-looking events and circumstances discussed in this release, including the particulars and completion of the Transaction may not occur and could differ materially as a result of known and unknown risk factors and uncertainties affecting the companies, including risks regarding economic factors and the equity markets generally. No forward-looking statement can be guaranteed. Except as required by applicable securities laws, forward-looking statements speak only as of the date on which they are made and Wangton and Tonisity undertake no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise, except as may be required by applicable law.

*This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities noted in the Bridge Financing or Concurrent Financing (as such terms are defined in the Announcement) in the United States. These securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.*