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 8, 2026

Item 3 News Release

The Company issued a news release on April 8, 2026 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) announces that it intends to consolidate its common shares (the "**Common Shares**") on the basis of five (5) existing Common Shares for each one (1) new Common Share (the "**Consolidation**") and to concurrently complete a non-brokered private placement of up to five million post-Consolidation Common Shares of the Company at a price of $0.10 per Common Share for aggregate proceeds of up to $500,000 (the "**Private Placement**").

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 Tag Gill, Interim CEO & President
tag.gill@live.ca

Item 9 Date of Report
April 9, 2026

Schedule "A"

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

WANGTON CAPITAL CORP. ANNOUNCES PRIVATE PLACEMENT AND CONSOLIDATION OF COMMON SHARES

Vancouver, British Columbia – **April 8, 2026** – Wangton Capital Corp. ("**Wangton**" or the "**Company**") (NEX: WT.H) announces that it intends to consolidate its common shares (the "**Common Shares**") on the basis of five (5) existing Common Shares for each one (1) new Common Share (the "**Consolidation**") and to concurrently complete a non-brokered private placement of up to five million post-Consolidation Common Shares of the Company at a price of $0.10 per Common Share for aggregate proceeds of up to $500,000 (the "**Private Placement**").

The Company intends to use the proceeds from the Private Placement for evaluating potential qualifying transactions and for general working capital. Closing of the Private Placement is subject to a number of conditions, including receipt of all necessary corporate and regulatory approvals, including from the NEX Board of the TSX Venture Exchange (the "**Exchange**"). All securities issued in connection with the Private Placement will be subject to a four (4) month and one (1) day hold period from the date of issuance, in accordance with applicable securities laws. The Company may pay a finder's fee and/or commissions to eligible persons in connection with the Private Placement in accordance with applicable securities laws and the policies of the Exchange.

Insiders of the Company may participate in the Private Placement. Any such participation will be considered a "related party transaction" as defined under Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"). The transaction is expected to be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101, as neither the fair market value of any securities issued to such insiders nor the consideration that will be paid by such persons will exceed 25% of the Company's market capitalization.

In accordance with the articles of the Company, shareholder approval is not required for the Consolidation, but the Consolidation is subject to the approval of the Exchange. The Company does not intend to change its name or its current trading symbol in connection with the proposed Share Consolidation. Additional information regarding the record date and effective date of the Consolidation will be provided in a subsequent news release.

No fractional Common Shares will be issued as a result of the Consolidation. Any fractional shares will be rounded up or down to the nearest whole Common Share. The Company's outstanding incentive stock options and warrants will be adjusted on the same basis (1:5) to reflect the Consolidation, with proportionate adjustments to exercise prices made in accordance with their respective terms.

The securities issued pursuant to the Private Placement have not, nor will they be registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons in the absence of U.S. registration or an applicable exemption from the U.S. registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful.

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On behalf of Wangton Capital Corp.

Tag Gill Interim Chief Executive Officer and President

For further information, please contact: Tag Gill tag.gill@live.ca

Neither 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.

Cautionary Statement Regarding Forward-Looking Statements

This news release includes "forward-looking information" that is subject to a number of assumptions, risks and uncertainties, many of which are beyond the control of the Company. Forward-looking statements may include but are not limited to, statements relating to the completion of the Private Placement and the Company's use of proceeds are subject to all the risks and uncertainties normally incident to such events. Investors are cautioned that any such statements are not guarantees of future events and that actual events or developments may differ materially from those projected in the forward-looking statements. Such forward-looking statements represent management's best judgment based on information currently available. No securities regulatory authority has either approved or disapproved of the contents of this news release. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements, except as may be required by law.