FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Hoist Capital Corp. (the "Corporation")
Suite 5100, 150 – 6th Avenue S.W.
Calgary, Alberta T2P 3Y7

2. Date of Material Change

October 15, 2019

3. News Release

A press release was disseminated on October 15, 2019 via Newswire.

4. Summary of Material Change

The Corporation announced that it entered into a non-binding Letter of Intent (the "LOI") dated October 11, 2019 with BTC Corporation Holdings Pty Ltd. ("BTC") for the purposes of completing a Qualifying Transaction as defined in Policy 2.4 of the TSX Venture Exchange Inc.

5.1 Full Description of Material Change

Under the terms of the LOI, the common shares of the Corporation are valued at $0.145 and the common shares of BTC are valued at $1.56. The total deemed value of BTC is $30,736,500, subject to certain adjustments for working capital on the closing date. The Corporation will issue an aggregate of 211,975,862 common shares to the shareholders of BTC, subject to adjustment. The Corporation may also issue additional shares in the event that BTC completes any equity financings prior to closing. The Corporation may also consider consolidating its common shares prior to completion of the Qualifying Transaction.

5.2 Disclosure for Restructuring Transactions

N/A

6. Reliance on Section 7.1(2) or National Instrument 51-102

N/A

7. Omitted Information

N/A

8. The name of the executive officer of the Corporation who is knowledge about the material change and this report is:

Arif Shivji
President and CEO
Email: arif.shivji@shivjicfoservices.com

9. Date of Report

October 16, 2019