FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Samurai Capital Corp. (the "**Company**")
605 – 815 Hornby Street
Vancouver, British Columbia V6Z 2E6

Item 2: Date of Material Change

May 27, 2021.

Item 3: News Release

The news release was disseminated on May 27, 2021 through a newswire distribution service and filed on SEDAR.

Item 4: Summary of Material Change

On May 27, 2021, the Company completed its initial public offering (the "**IPO**"), with Research Capital Corporation acting as exclusive agent in respect of the IPO, in which it distributed 2,000,000 common shares at a price of $0.10 per common share, for aggregate gross proceeds of $200,000, pursuant to the Company's final long form prospectus dated April 14, 2021.

Item 5: Full Description of Material Change

5.1 Full Description of Material Change

See attached as Schedule "A", the news release dated May 27, 2021 and filed on SEDAR at www.sedar.com.

5.2 Disclosure for Restructuring Transaction

N/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

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Anthony Zelen
Chief Executive Officer
Tel: (778) 388-5258
Email: Anthonyzelen88@gmail.com

Item 9: Date of Report

May 27, 2021

SCHEDULE "A"

SAMURAI CAPITAL CORP. COMPLETES IPO AND ANNOUNCES LISTING ON THE TSX VENTURE EXCHANGE

Vancouver, British Columbia – May 27, 2021: Samurai Capital Corp. (**TSX-V: SSS.P**) (the "**Company**") is pleased to announce that the Company completed its initial public offering ("**IPO**") in which it distributed 2,000,000 common shares of the Company at a price of $0.10 per common share for aggregate gross proceeds of $200,000. The Company's common shares were listed on May 27, 2021 and are expected to commence trading on the TSX Venture Exchange (the "**Exchange**") on or about May 31, 2021 under the trading symbol "SSS".

Research Capital Corporation (the "**Agent**") acted as exclusive agent in respect of the IPO on a commercially reasonable efforts basis. The IPO consisted of the distribution of 2,000,000 common shares at a price of $0.10 per common share. Pursuant to the IPO, the Agent received a cash commission of 10% of the gross proceeds raised and an aggregate of 200,000 non-transferable compensation options entitling the Agent and members of its selling group to purchase 200,000 common shares at $0.10 per common share at any time until May 27, 2023. The Agent also received a cash corporate finance fee.

The Company is a capital pool company within the meaning of the policies of the Exchange. The Company has not commenced operations and has no assets other than cash. The Company will use the net proceeds of the offering to identify and evaluate potential 'Qualifying Transactions' pursuant to the policies of the Exchange.

Additional information on the Company can be found in the Company's long form prospectus dated April 14, 2021 as filed on SEDAR at www.sedar.com.

Contact Information

Anthony Zelen
Chief Executive Officer
Tel: (778) 388-5258
Email: Anthonyzelen88@gmail.com

This press release includes "forward-looking information" that is subject to a few assumptions, risks and uncertainties, many of which are beyond the control of the Company. Statements regarding listing of the Company's common shares on the TSX Venture Exchange and identifying Qualifying Transactions are subject to all of 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.