

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

*Green Axis Capital Corp. (the "Company")
(formerly "ALQ Gold Corp.")
#202, 5626 Larch Street
Vancouver, BC V6M 4E1*

Item 2. Date of Material Change

October 30, 2018

Item 3. News Release

A news release was issued on October 31, 2018 and disseminated through the facilities of GlobeNewswire.

Item 4. Summary of Material Change

On October 30, 2018, the Company changed its name from ALQ Gold Corp. to Green Axis Capital Corp. and effected a share consolidation on the basis of one post-consolidated common share for every two pre-consolidated common shares. Following the consolidation, the Company has 40,481,229 common shares issued and outstanding. The Company's new stock symbol is "BILZ" and its new CUSIP number is 39260V104.

Item 5.1 Full Description of Material Change

See attached news release dated October 31, 2018.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

This Report is not being filed on a confidential basis.

Item 7. Omitted Information

None.

Item 8. Executive Officer

*Morgan Good,
Chief Executive
(604) 715-4751*

Item 9. Date of Report

November 6, 2018



GREEN AXIS CAPITAL CORP.

5626 Larch Street, Suite 202, Vancouver, BC, V6M 4E1

NEWS RELEASE

Vancouver, B.C.

(CSE: BILZ)

ALQ ANNOUNCES NAME CHANGE TO GREEN AXIS CAPITAL CORP. AND EFFECTS SHARE CONSOLIDATION IN CONNECTION WITH PROPOSED TRANSACTION

Vancouver, B.C. – October 31, 2018, Green Axis Capital Corp. (the “**Company**”) is pleased to announce that on October 30, 2018 it changed its name from ALQ Gold Corp. to Green Axis Capital Corp. and effected a share consolidation on the basis of one post-consolidated common share for every two pre-consolidated common shares. Following the consolidation, the Company has 40,481,229 common shares issued and outstanding. The Company’s new stock symbol is “BILZ” and its new CUSIP number is 39260V104.

Computershare Investor Services Inc. (“**Computershare**”) has been retained to mail letters of transmittal to shareholders providing instructions on exchanging pre-consolidation share certificates for updated share certificates which reflect the corporate changes.

The name change and consolidation were effected in connection with the share exchange agreement dated September 29, 2018 (the “**Share Exchange Agreement**”) among the Company, Vulcan Enterprises US, Ltd. (“**Vulcan**”) and two of Vulcan’s shareholders and a related trademark & copyright agreement also dated September 29, 2018 (the “**License Agreement**”) between the Company and Vulcan, which is effective on the closing of the Share Exchange Agreement. The Share Exchange Agreement and License Agreement are described in the Company’s news release dated October 12, 2018. The Company anticipates that the closing of the Share Exchange Agreement will occur on or prior to November 14, 2018.

ON BEHALF OF THE BOARD

“Morgan Good”

Chief Executive Officer

Tel: 604-715-4751

Email: morgan@dukecapitalinc.com

The Canadian Securities Exchange (CSE) has not reviewed and does not accept responsibility for the adequacy or accuracy of this release. The closing of the transactions contemplated herein are subject to, among other things, regulatory approval, including from the CSE.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION: This news release includes certain “forward-looking statements” under applicable Canadian securities legislation. Forward-looking statements include,

but are not limited to, statements with respect to: the terms and conditions of the proposed transaction, the closing of the transactions contemplated by the Share Exchange Agreement and the proposed closing date. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Such factors include, but are not limited to: general business, economic, competitive, political and social uncertainties; delay or failure to receive shareholder or regulatory approvals; ability of the Company to give effect to its business plan; and the uncertainties surrounding the cannabis industry in North America. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.