

Form 51-102F3

Material Change Report

Item 1 **Name and Address of Company**

Metaverse Capital Corp. (the “Issuer”)
Suite 810 – 789 West Pender Street
Vancouver, British Columbia
V6C 1H2

Item 2 **Date of Material Change**

September 20, 2019

Item 3 **News Release**

The news release was disseminated on **September 20, 2019** by way of the facilities of Newsfile. The news release was also filed on SEDAR and posted to the Issuer’s CSE disclosure hall.

Item 4 **Summary of Material Change**

The Issuer announces that Mr. Steven Nerayoff has resigned from the Company’s board of directors effective immediately.

Item 5 **Full Description of Material Change**

Item 5.1 **Full Description of Material Change**

Please see the attached news release dated September 20, 2019.

Item 5.2 **Disclosure for Restructuring Transactions**

Not applicable.

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

Not applicable.

Item 7 **Omitted Information**

Not applicable.

Item 8 **Executive Officer**

Theo van der Linde, director and CFO

Business Telephone: 604 687 2038
Facsimile: 604 687 3141

Item 9 **Date of Report**

September 23, 2019

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Phone: 604-687-2038
Fax: 604-687-3141
CSE: FORK
OTC: GBCHF

Metaverse Capital Corp.

Metaverse Announces Director Resignation

Vancouver, BC, September 20, 2019 — METAVERSE CAPITAL CORP. (CSE: FORK) (OTC: GBCHF) ("FORK" or the "Company"), announces that Mr. Steven Nerayoff has resigned from the Company's board of directors effective immediately.

The Company wishes Mr. Nerayoff well in his future endeavors.

On behalf of the Company:
Shidan Gouran, President and CEO
info@metaverse.capital

For more information please contact:
Metaverse Capital Corp. Investor Relations
info@metaverse.capital
1-888-983-4771

About Metaverse Capital Corp.

With blockchain technology rapidly re-shaping the models of many companies, industries, and their business processes, Metaverse Capital Corp. ("FORK") places a focus on the common needs of early-stage blockchain adopters. Originally founded with a focus on crypto-mining, FORK has recently diversified its offerings by placing an emphasis on professional services such as developing and administering launches of tokens and digital assets. Adapting to changes in blockchain technology, FORK is also now utilizing its computing power to provide consensus services, such as the operation of masternodes, servicenodes, and witnesses which are alternative methods to cryptocurrency mining for generating and acquiring digital assets. Investors, through their investment in the Company, are provided with exposure to these tokens, cryptocurrencies and digital assets without the lengthy, and complicated process that interested investors must ordinarily undergo in order to gain exposure to these cryptocurrencies and digital assets.

The Company is listed on the Canadian Securities Exchange ("CSE") and its common shares trade under the ticker symbol "FORK". Additional information relating to the Company is available on SEDAR at www.sedar.com, the CSE at www.theCSE.com as well as on the Company's website at: www.metaverse.capital

Cautionary Note Regarding Forward-Looking Information

Forward-Looking Information: This news release includes certain statements that may be deemed "forward-looking statements". The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "would", "project", "should", "believe" and similar expressions are intended to

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identify forward-looking statements. Although the Company believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because the Company can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. These statements speak only as of the date of this News Release. Actual results could differ materially from those currently anticipated due to a number of factors and risks including various risk factors discussed in the Company's disclosure documents which can be found under the Company's profile on www.sedar.com

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