

**FORM 51-102F3**  
**MATERIAL CHANGE REPORT**

**1. Name and Address of Company**

Spirit Blockchain Capital Inc. (the "**Company**")  
Suite 1570, 505 Burrard Street, One Bentall Centre  
Vancouver, BC V7Z 1M5

**2. Date of Material Change**

April 17, 2026

**3. News Release**

A news release with respect to the material change referred to in this report was disseminated on April 17, 2026 and filed on SEDAR+.

**4. Summary of Material Change**

On April 17, 2026 the Company announced the appointment of Raymond O'Neill, the Chairman and a director of the Company, as Interim Chief Executive Officer, Interim Chief Financial Officer and Corporate Secretary. In connection with personal and other factors, Lewis Bateman is no longer serving as Chief Executive Officer, Interim Chief Financial Officer or Corporate Secretary of the Company.

**5. Full Description of Material Change**

**5.1 Full Description of Material Change**

Please see news release attached hereto for details.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

**6. Reliance on Subsection 7.1(2) of Regulation 51-102**

Not applicable.

**7. Omitted Information**

Not applicable.

**8. Executive Officer**

For additional information, please contact Raymond O'Neill, Interim Chief Executive Officer, Interim Chief Financial Officer and Corporate Secretary of the Company, at (604) 757-0331.

**9. Date of Report**

April 27, 2026



**FOR IMMEDIATE RELEASE**

**Spirit Blockchain Capital Appoints Interim CEO and Interim CFO**

**Vancouver, BC – April 17, 2026** – Spirit Blockchain Capital Inc. (the "Company" or "Spirit") (CSE: SPIR) announces that Raymond O'Neill, currently the Chairman and a director of the Company, has been appointed as Interim Chief Executive Officer, Interim Chief Financial Officer and corporate secretary. In connection with personal and other factors, Lewis Bateman will no longer be serving as Chief Executive Officer, Interim Chief Financial Officer or corporate secretary of Spirit.

**About Spirit Blockchain Capital Inc.**

Spirit Blockchain Capital Inc. is a blockchain investment company focused on providing access to blockchain-enabled growth opportunities through a diversified approach. Spirit operates with a commitment to transparency, innovation, and long-term value creation.

For more information on Spirit Blockchain Capital, visit: [www.spiritblockchain.com](http://www.spiritblockchain.com).

On behalf of the Board of Directors  
SPIRIT BLOCKCHAIN CAPITAL INC.

**Media Contact:**

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Spirit Blockchain Capital Inc.  
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***The Canadian Securities Exchange has not reviewed, approved, or disapproved the contents of this news release.***