

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Volatus Capital Corp.
#3043, 595 Burrard Street
Vancouver, BC V7X 1J1

Item 2 Dates of Material Change

September 22, 2021

Item 3 News Release

The press release was disseminated on September 22, 2021 through TheNewswire.

Item 4 Summary of Material Change

Vancouver, B.C. – September 22, 2021 - Volatus Capital Corp. (CSE: VC) (the “Company” or “Volatus”) is pleased to announce that it has closed the first tranche of its non-brokered private placement announced on September 16, 2021 (the “Offering”). The Company raised a total of \$400,000 through the issuance of 4,000,000 units at a price of \$0.10 per unit. Each unit will consist of one flow through common share and one share purchase warrant. Each warrant entitles the holder to purchase one additional non-flow through common share of the Company at a price of \$0.12 for a term of five years expiring September 22, 2026. All securities issued are subject to a four month hold period expiring January 23, 2022. The proceeds from the sale of the units will be used for exploration on the Company’s projects in British Columbia.

Item 5 Full Description of Material Change

See attached press releases for details.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Fred Tejada
President and CEO
Tel: 778-819-2710

Item 9 Date of Report

September 22, 2021

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IN THE UNITED STATES**

NEWS RELEASE

VOLATUS CLOSES FIRST TRANCHE OF PRIVATE PLACEMENT

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The proceeds from the sale of the units will be used for exploration on the Company’s projects in British Columbia.

Crest Resources Inc. (“Crest”) (CSE: CRES) acquired 3,400,000 units of the Company. As a result, it now owns 37.27% of the outstanding shares of the Company or 41.45% assuming exercise of all warrants held by Crest and is a “control person” as that term is defined under securities legislation.

Crest purchased the FT Shares for investment purposes. The Offering and the acceptance of the subscription by Crest was approved by unanimous resolution of the board of directors of the Company. There was no formal valuation of the Company done in connection with the Offering nor has there been such a formal valuation in the past 24 months. The Company relied upon the exemptions contained in Section 5.5(b) and 5.7(b) of Multilateral Instrument 61-101 (“MI 61-101”) to avoid the formal valuation and shareholder approval requirements of MI 61-101. For the purposes of Section 5.5(b), the Company does not have any securities listed on any of the stock exchanges set out in Section 5.5(b) and for the purposes of Section 5.7(b) the exemption was available as the consideration paid for the units subscribed for by Crest was less than \$2,500,000.

About Volatus Capital Corp.

Volatus is focused on exploration and development of resources in gold and copper in the Toodoggone district of north-central British Columbia, as well as magnesite in South Australia and battery metals that have strong demand profiles in the growing green economy.

FOR FURTHER INFORMATION CONTACT:

Fred Tejada, PGeo
President & CEO Volatus Capital Corp.
Telephone: 778-819-2710

Neither the Canadian Securities Exchange nor its Regulation Service Provider (as the term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this news release.