

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

VON Capital Corp.
1100 – 1111 Melville Street
Vancouver BC
V6E 3V6

Item 2 **Date of Material Change**

October 30, 2017

Item 3 **News Release**

The news release was disseminated on October 30, 2017 through Stockwatch and Market News.

Item 4 **Summary of Material Change**

VON Capital Corp. (“VON” or the “Company”) announce that it has completed its initial public offering (“IPO”) of a total of 3,000,000 common shares, at a price of \$0.10 per share (the “Issue Price”), for aggregate gross proceeds of \$300,000. The TSX Venture Exchange (the “TSXV”) has accepted the Company’s listing application and the Company’s common shares (the “Shares”) will resume trading on the TSXV on October 31, 2017 under the trading symbol “VON.P”.

PI Financial Corp. (“PI Financial”) acted as agent in respect of the IPO. PI Financial received a 10% cash commission and agent’s options for the purchase of 300,000 common shares at a price of \$0.10 per share until October 30, 2019.

Item 5 **Full Description of Material Change**

5.1 **Full Description of Material Change**

VON announced that it has completed its initial public offering (“IPO”) of a total of 3,000,000 common shares, at a price of \$0.10 per share (the “Issue Price”), for aggregate gross proceeds of \$300,000. The TSXV has accepted the Company’s listing application and the Company’s common shares (the “Shares”) will resume trading on the TSXV on October 31, 2017 under the trading symbol “VON.P”.

PI Financial acted as agent in respect of the IPO. PI Financial received a 10% cash commission and agent’s options for the purchase of 300,000 common shares at a price of \$0.10 per share until October 30, 2019. Pursuant to the TSXV Capital Pool Company Policy, not more than 50% of the aggregate number of common shares which may be acquired by PI Financial pursuant to its agent’s option can be sold before the Company completes a qualifying transaction.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Confidentiality is not requested.

Item 7 Omitted Information

No information has been omitted in respect of the material change.

Item 8 Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report.

David Patterson, CEO
Telephone No.: 604 629 2911

Item 9 Date of Report

October 31, 2017