

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

Item 1 Name and Address of Company

Western Troy Capital Resources Inc.
82 Richmond Street East
Toronto
Ontario M5C 1P1

Item 2 Date of Material Change

October 23rd, 2019

Item 3 News Release

The news release attached hereto was released on October 23rd, 2019.

Item 4 Summary of Material Change

Western Troy Announces Lifting of its Trading Halt and Organization Changes.

Item 5 Full Description of Material Change

The material change is described in the news release attached hereto.

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

Not applicable

Item 7 Omitted Information

Not applicable

Item 8 Executive Officer

Western Troy Capital Resources Inc.
Stephen Dunn
Chief Executive Officer
416-822-3343

Item 9 Date of Report

October 25th, 2019

Western Troy Announces Lifting of its Trading Halt and Organization Changes

Toronto, Ontario, October 23, 2019 – **Western Troy Capital Resources (TSX Venture: WRY)** (“**Western Troy**”) announces that the TSX Venture Exchange will lift the trading halt on Western Troy’s stock on October 24, 2019. Trading in the stock will also move to the NEX exchange.

The lifting of the trading halt follows the termination of the Letter of Intent (“LOI”) dated February 20, 2019, between Western Troy and Cultivation Technologies, Inc. (“CTI”), as previously disclosed in Western Troy’s press release dated February 26, 2019. CTI has paid half of the break fee (US\$15,000) to Western Troy and CTI has promised to pay the balance (another US\$15,000) at an undetermined future date.

In order to better advance Western Troy, a number of organizational changes will take place. Western Troy’s CEO, Rex Loesby, will step down as CEO and Chairman of the Board of Directors, but will remain as a Director. Current director, Stephen Dunn, has been appointed CEO as well as interim CFO, and has been elected Chairman of the Board. Melvyn Williams has stepped down from his positions as CFO and Director.

James Fairbairn has been appointed to the Board of Directors. Jim has over 20 years’ experience with publicly traded companies. He holds a B.A. from the University of Western Ontario, is a Chartered Accountant, having obtained his CA designation in 1987, and is an Institute Certified Director. Jim’s valued experience touches on corporate governance and financial reporting with respect to junior mineral exploration companies, and he is a director of several junior mining companies.

Western Troy’s Annual General Meeting of Shareholders is anticipated to occur in January of 2020. Going forward, Western Troy will be evaluating a number of opportunities to bring value to its shareholders.

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

Contact Information:

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