

CR CAPITAL CORP.
FORM 51-102F3 - MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

CR Capital Corp.
1 Adelaide Street East, 21st Floor
Toronto, Ontario
M5C 2V9

Item 2 Date of Material Change

September 20, 2017

Item 3 News Release

The attached News Release was issued on September 20, 2017 via Marketwired.

Item 4 Summary of Material Change

CR Capital Corp. signs definitive agreement to acquire 100% interest in unpatented mining claims situated in Kinkaid, Ryan, and Palmer townships

Item 5 Full Description of Material Change

For further information, attached hereto is a copy of the News Release.

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

Mr. Brian Howlett
President & CEO
CR Capital Corp.
Cell: 647-227-3035

Item 9 Date of Report

September 20, 2017

CR CAPITAL CORP. SIGNS DEFINITIVE AGREEMENT TO ACQUIRE 100% INTEREST IN UNPATENTED MINING CLAIMS SITUATED IN KINKAID, RYAN, AND PALMER TOWNSHIPS

Toronto, Ontario, September 20, 2017: CR Capital Corp. (NEX: CIT.H) (“**CR Capital**” or the “**Company**”) is pleased to announce that it has entered into a definitive purchase agreement dated September 20, 2017 (the “**Agreement**”) to acquire from Superior Copper Corporation (the “**Vendor**”) a 100% interest in one hundred thirty-two (132) unpatented mining claims (the “**Claims**”) situated in Kinkaid, Ryan and Palmer townships in the Province of Ontario (the “**Transaction**”).

Pursuant to the terms of the Agreement, the Vendor has agreed to sell, transfer, convey, assign and deliver to the Company: (i) all right, title and interest to the Claims; and (ii) its rights and interest to all core, photocopies of all maps, reports, results of surveys and drilling and any other reports of information prepared or in possession or under the control of the Vendor relating to the Claims (items (i)-(ii) are collectively referred to herein as the “**Mining Assets**”), in consideration for the issuance of two (2) million common shares in the capital stock of the Company and the grant of a 0.5% net smelter return royalty on the Claims in favour of the Vendor.

The securities issued and issuable pursuant to the Transaction will be subject to a four month and one day statutory hold period.

A complete copy of the Agreement is available under the Company’s SEDAR profile at www.sedar.com.

The Transaction is subject to the receipt of applicable regulatory approvals by the Company and the satisfaction of certain other closing conditions customary in transactions of this nature.

Early Warning Report

Pursuant to the Transaction and subject to the receipt of requisite approvals, the Vendor will acquire two (2) million common shares in the capital stock of the Company. Prior to the Transaction, the Vendor did not own any common shares of the Company. The acquisition of two (2) million common shares pursuant to the Transaction will bring the holdings in the capital of the Company of the Vendor to approximately 19.36% of the issued and outstanding common shares of the Company.

As a result of the Transaction, the number of common shares the Vendor will own will exceed 10% of the then issued and outstanding common shares of the Company. In satisfaction of the requirements of the National Instrument 62-104 – *Take-Over Bids and Issuer Bids* and National Instrument 62-103 – *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues*, an Early Warning Report respecting the acquisition of common shares by the Vendor will be filed under the Company’s SEDAR Profile at www.sedar.com.

About CR Capital Corp.

CR Capital Corp. is engaged in the acquisition, exploration and evaluation of properties for the mining of precious and base metals.

For more information please contact:

Mr. Brian Howlett
President & CEO
CR Capital Corp.
Cell: 647-227-3035

Caution Regarding Forward-Looking Information

This news release contains forward-looking information that involves substantial known and unknown risks and uncertainties, most of which are beyond the control of CR Capital. Forward-looking statements include estimates and statements that describe CR Capital's future plans, objectives or goals, including words to the effect that CR Capital or its management expects a stated condition or result to occur. Forward-looking statements may be identified by such terms as "believes", "anticipates", "expects", "estimates", "may", "could", "would", "will", or "plan". Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. Although these statements are based on information currently available to CR Capital, CR Capital provides no assurance that actual results will meet management's expectations. Risks, uncertainties and other factors involved with forward-looking information could cause actual events, results, performance, prospects and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward looking information in this news release includes, but is not limited to, CR Capital's objectives, goals or future plans, statements, details of the exploration results, potential mineralization, CR Capital's portfolio, treasury, management team and enhanced capital markets profile, the timing of the Transaction, the estimation of mineral resources, exploration and mine development plans, timing of the commencement of operations and estimates of market conditions. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to, failure or inability to complete the Transaction on the terms as announced or at all, regulatory approval processes, failure to identify mineral resources, delays in obtaining or failures to obtain required governmental, regulatory, environmental or other project approvals, political risks, inability to fulfill the duty to accommodate First Nations and other indigenous peoples, uncertainties relating to the availability and costs of financing needed in the future, changes in equity markets, inflation, changes in exchange rates, fluctuations in commodity prices, delays in the development of projects, capital and operating costs varying significantly from estimates and the other risks involved in the mineral exploration and development industry, and those risks set out in CR Capital's public documents filed on SEDAR. Although CR Capital believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information, which only applies as of the date of this news release, and no assurance can be given that such events will occur in the disclosed time frames or at all. CR Capital disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, other than as required by law.

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