

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

Item 1 Name and Address of Company

Bankers Cobalt Corp. (the “**Company**”)
Suite 1080, 789 West Pender Street
Vancouver, BC Canada V6C 1H2

Item 2 Date of Material Change

December 14, 2018

Item 3 News Release

December 14, 2018

Item 4 Summary of Material Change

The Company announced it has settled debt in the aggregate amount of CAD \$136,458.20 owing to its consultants and insiders through the issuance of 2,729,164 common shares in the capital of the Company at a deemed price of \$0.05 per common share.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

As stated in Item 4, the Company has settled debt in the aggregate amount of CAD \$136,458.20 owing to its consultants and insiders through the issuance of 2,729,164 common shares in the capital of the Company at a deemed price of \$0.05 per common share (the “Shares”).

The issuance of the Shares has been approved by the TSX Venture Exchange and all Shares issued pursuant to the debt settlement are subject to a four-month statutory hold period that will expire on the date four months and one day from the date of issue.

The issuance of a portion of the Shares constitutes a Related Party Transaction within the meaning of Multilateral Instrument 61-101, as certain directors and officers of the Company received an aggregate of 2,158,860 Shares. Bankers is relying on exemptions from the formal valuation and minority approval requirements of MI 61-101 contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101 as the fair market value of the debt settlement insofar as it involves related parties, does not exceed 25 per cent of the market capitalization of the Company.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Stephen Barley, President & CEO
Telephone: (604) 684-6730

Item 9 Date of Report

December 14, 2018