

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Predator Blockchain Capital Corp. (the "Corporation")
Suite 5100, 150 – 6th Avenue S.W.
Calgary, Alberta T2P 3Y7

2. Date of Material Change

November 9, 2018

3. News Release

A press release was disseminated on November 9, 2018 via CNW.

4. Summary of Material Change

The Corporation announced it entered into an amended letter of intent dated November 7, 2018 with Highwood Oil Company Ltd. ("Highwood") a private Alberta energy company, whereby the parties have agreed to negotiate a definitive agreement related to a proposed acquisition (the "Acquisition") by the Corporation of all of the issued and outstanding securities of Highwood for purposes of completing a Qualifying Transaction, as defined in Policy 2.4 of the TSX Venture Exchange.

5.1 Full Description of Material Change

The terms of the Acquisition contemplate a share consolidation of the 10,000,000 outstanding common shares of the Corporation at a ratio of approximately 1:53 and the issuance of 5,744,204 post-consolidation common shares of the Corporation to Highwood shareholders at a deemed value of \$9.00 per share, which implies an entity value for Highwood of approximately \$51,697,836. Assuming completion of the Acquisition, the Corporation will have approximately 5,932,883 post consolidation common shares issued and outstanding on a non-diluted basis.

5.2 Disclosure for Restructuring Transactions

N/A

6. Reliance on Section 7.1(2) or National Instrument 51-102

N/A

7. Omitted Information

N/A

8. The name of the executive officer of the Corporation who is knowledge about the material change and this report is:

Arif Shivji
CEO
Direct: (403) 803-2150

9. Date of Report

November 15, 2018