

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

Item 1 Name and Address of Company

BitRush Corp. (“**BitRush**” or the “**Corporation**”)
133 Richmond St. West, Suite 403
Toronto, Ontario M5H 2L3

Item 2 Date of Material Change

November 3, 2015

Item 3 News Release

A news release was disseminated on November 3, 2015 via a Canadian news wire service. A copy of the press release has been filed on SEDAR and is attached hereto as Schedule “A”.

Item 4 Summary of Material Change

The Corporation announces the take over of AdBit as well as the intention to increase its capital

Item 5 Full Description of Material Change

Please refer to Item 4 and Schedule “A” attached hereto.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Peter Lukesch
Telephone: (416) 603 2114

Item 9 Date of Report

November 3, 2015

PRESS RELEASE

BITRUSH CORP.

133 Richmond St. W., Suite 403 • Toronto • Ontario • M5H 2L3
T: (416) 603-2114 • office@bitrush.co • Trading Symbol BRH

FOR IMMEDIATE RELEASE

BITRUSH SUCCESSFULLY FINISHES MIGRATION OF ACQUIRED ADBIT AD BROKER PLATFORM

TORONTO, ONTARIO, November 3, 2015 – BitRush Corp. (“BitRush” or the “Corporation”) (CSE:BRH) is proud to announce the successful migration of recently acquired ad broker platform AdBit (www.adbit.co) into its corporate infrastructure. As announced in the press release issued on October 13, 2015, BitRush has taken over the Bitcoin based ad broker platform AdBit. Over the last couple of weeks, the assets have been migrating into the BitRush infrastructure, i.e. the domain www.adbit.co, the application, the customer base as well as the business itself have been successfully migrated to BitRush as of the end of October 2015.

On average AdBit currently delivers 40 million ad impressions per day and processes up to 30 million requests per day. AdBit receives a commission for each brokered ad space. The brokerage is based on Bitcoin as clearing currency. As of end of October 2015, AdBit’s average gross profit per day is \$300 (more than \$100,000 annually) earned from more than 29,000 registered customers (website owners). Right now AdBit is used by Bitcoin related websites.

The BitRush team is working on the completion of a new version of AdBit which is anticipated to go live in December 2015. The new version will offer a variety of new features to improve services and to address new markets. In conjunction with the new AdBit version, a WordPress plugin will be offered for download. The plugin will allow publishers of WordPress sites to sell their advertising space on AdBit to monetize their content. The AdBit plugin is positioned to address the global WordPress community with its approximately 75 million websites and 18 billion page views per month. Thus the AdBit WordPress plugin is a tool to access new markets outside the Bitcoin ecosphere driving up the number of customers as well as the volume of brokerage transactions.

The advantage of AdBit compared to other ad broker systems like Google AdSense, Chitika or RevenueHits is that the commission is much lower, there is no minimum payout, payouts are paid real-time and payment fees are nearly zero. BitRush is convinced that Bitcoin and the Blockchain are a perfect platform for highly efficient and secure brokerage and payment services.

FORWARD LOOKING INFORMATION

This press release contains forward-looking information which is not comprised of historical facts. Forward-looking information involves risks, uncertainties and other factors that could cause actual events, results, performance and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward-looking information contained or referred to in this press release includes, but may not be limited to the completion of a new version of AdBit and the development of a new WordPress plugin.

Factors that could cause actual results to differ materially from those described in such forward-looking information include, but are not limited to, the inability to complete a new version of AdBit and the development of a new WordPress plugin.

The forward-looking information in this press release reflects the current expectations, assumptions and/or beliefs of the Corporation based on information currently available to the Corporation. Although the Corporation believes that the assumptions inherent in the forward-looking information are reasonable, forward-looking information is not a guarantee of future performance and accordingly undue reliance should not be put on such information due to the inherent uncertainty therein. Any forward-looking information speaks only as of the date on

which it is made and, except as may be required by applicable securities laws, the Corporation disclaims any intent or obligation to update any forward-looking information, whether as a result of new information, future events or results or otherwise.

On behalf of the Board of Directors,

Peter Lukesch,
President and CEO

Werner Boehm,
Business Development Coordinator

Bitrush Corporation

For further information, please contact Peter Lukesch at: peter.lukesch@bitrush.co.