

**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**

December 24, 2015

**Item 3 News Release**

A news release was disseminated on November 24, 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 appointment of Werner Boehm to assume the position of CEO; it further announces having submitted the required documentation to the OSC

**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**

Werner Boehm  
Telephone: (416) 603 2114

**Item 9 Date of Report**

December 24, 2015

## PRESS RELEASE

### BITRUSH CORP.

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

### BITRUSH CORP. ANNOUNCES APPOINTMENT OF WERNER BOEHM TO BECOME CEO AND UPDATING OF FINANCIAL STATEMENTS

TORONTO, ONTARIO, December 24, 2015 – BitRush Corp. (“**BitRush**” or the “**Corporation**”) is pleased to announce the appointment of Werner Boehm to assume the position of Chief Executive Officer of the Corporation, effective immediately. Mr. Boehm has worked for IBM Corporation in their Banking Division for several years before he joined one of the leading Banks in Central and Eastern Europe to become Vice President for sales & marketing for digital products. In the late 1990’s he set up the Internet Service Provider (ISP) [www.yline.com](http://www.yline.com) in a strategic partnership with IBM Europe. He successfully sold the ISP to Telecom Austria (A1) in 2001 and has been working as serial entrepreneur in the area of internet technology since then. Werner Boehm was an early angel investor within the bitcoin & blockchain community.

Mr. Boehm takes over the position of Chief Executive Officer from Peter Lukesch, a member of the board of directors, who assumed the position of Corporate Secretary from Warren Hawkins who will remain on the board of directors.

The Board of Directors welcomes the appointment of Werner Boehm as it will not only strengthen Bitrush’s business development, but also facilitate access to further funding from the bitcoin and blockchain community. The Board also thanks Peter Lukesch for having served as Chief Executive Officer for the Corporation during the transition phase to become a high tech issuer.

Furthermore, Mr. Boehm will be subject to the Management Cease Trade Order (“MCTO”), effective November 13, 2015 preventing him and the Chief Financial Officer of the Corporation from trading, directly or indirectly, in the securities of the Corporation, which will remain in place until certain financial documentation will have been filed, in accordance with the provisions of NP 12-203 as reported in the October 30 and November 13, 2015 press releases.. The MCTO does not affect the ability of shareholders who are not insiders of the Corporation to trade their securities.

The Corporation and its management confirm that the amended documentation pursuant to the requirements of National Policy 12-203 has been submitted to the Ontario Securities Commission for review .

#### FORWARD LOOKING INFORMATION

This press release contains certain “forward-looking information”. All statements, other than statements of historical fact, that address activities, events or developments that the Corporation believes, expects or anticipates will or may occur in the future (including, without limitation, statements relating to the anticipated date for filing of the amended management information circular) constitute forward-looking information.

This forward-looking information reflects the current expectations or beliefs of the Corporation based on information currently available to the Corporation as well as certain assumptions including, without limitation, the assumption that the Corporation will file the amended management information circular in a timely manner. Forward-looking information is subject to a number of significant risks and uncertainties and other factors that may cause the actual results of the Corporation to differ materially from those discussed in the forward-looking information, and even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on the Corporation.

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. 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.

On behalf of the Board of Directors,

Peter Lukesch,  
Corporate Secretary

For further information contact Werner Boehm at [werner.boehm@bitrush.co](mailto:werner.boehm@bitrush.co) or Peter Lukesch at [peter.lukesch@bitrush.co](mailto:peter.lukesch@bitrush.co)

