

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

The name of the reporting company is Added Capital Inc. (the "Issuer" or "Added"). Its registered office is 25 King Street West, Suite 1450, Toronto, ON M5L 2A1.

**Item 2 Date of Material Change**

The material changes occurred on May 16, 2016.

**Item 3 News Release**

A press release in connection with the material change was issued in Ontario on May 16, 2016, a copy of which as issued is annexed hereto as Schedule "A".

**Item 4 Summary of Material Change**

The Issuer has announced the appointment of Gerald Sternberg to the Board of Directors, subject to regulatory approval. Mr. Sternberg is a practising lawyer since 1971 with his own general practice and is an investor in real estate and securities.

**Item 5 Full Description of Material Change**

The Issuer has announced the appointment of Gerald Sternberg to the Board of Directors, subject to regulatory approval. Mr. Sternberg is a practising lawyer since 1971 with his own general practice and is an investor in real estate and securities.

**Item 6 & 7 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102 and Omitted Information**

The Issuer is not relying on 7.1(2) or (3) of National Instrument 51-102 for the filing of this report nor is any information being omitted in reliance thereon.

**Item 8 Executive Officer**

For further information with respect to this report, please contact Vic Alboini, Chief Executive Officer of the Issuer, at: (416) 483-3760.

**Item 9 Date of Report**

**DATED** at Toronto, Ontario this 16<sup>th</sup> day of May, 2016

**Added Capital Inc.**

(signed Vic Alboini)

Per:

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Vic Alboini  
Chief Executive Officer

## Schedule “A”

### **ADDED CAPITAL ANNOUNCES APPOINTMENT OF GERALD STERNBERG TO THE BOARD OF DIRECTORS**

TORONTO, ONTARIO, May 16, 2016 – Added Capital Inc. (TSX-V: AAD) (“**Added**” or the “**Company**”) is pleased to announce the appointment of Gerald Sternberg to the Board of Directors, subject to regulatory approval. Mr. Sternberg is a practising lawyer since 1971 with his own general practice and is an investor in real estate and securities.

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

#### **About Added Capital Inc.**

Added Capital Inc. is a financial advisory firm and merchant bank, with a specialization in mergers and acquisitions, merchant banking investments, risk arbitrage merger and acquisition investments, financial restructurings, proxy solicitation and information agent services.

FOR FURTHER INFORMATION PLEASE CONTACT:

Vic Alboini  
416-483-3760  
Chairman and Chief Executive Officer