

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

1. Name and address of the Company.

Wamco Technology Group Ltd. (the "Company")
2830 Austin Avenue
Victoria, British Columbia V9A 2K7

2. Date of Material Change.

July 27, 2011.

3. News Release.

A press release disclosing the material change was released on July 27, 2011 through the facilities of Marketwire.

4. Summary of Material Change.

The Company announced that it has settled an aggregate of \$155,000 of indebtedness through the issuance of 5,166,666 common shares. The common shares are subject to a four month hold period.

The material change is fully described in the Company's press release which is attached as Schedule "A" and is incorporated herein.

5. Full Description of Material Change.

A full description of the material change is contained under Item 4.

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

The report is not being filed on a confidential basis.

7. Omitted Information.

No significant facts have been omitted from this Material Change Report.

8. Executive Officer.

For further information, contact Stephen Dunn, Director of the Company at (416) 822-3343.

9. Date of Report.

This report is dated at Toronto, this 28th day of July, 2011.

WAMCO TECHNOLOGY GROUP LTD.

Per: "Stephen Dunn" (signed)
Stephen Dunn
Director

SCHEDULE “A”

WAMCO TECHNOLOGY GROUP LTD.

2830 Austin Avenue
Victoria, British Columbia V9A 2K7

NEWS RELEASE

July 27, 2011

For Immediate Release
Toronto, Canada

Shares Outstanding: 14,494,088

Toronto, Canada, July 27, 2011 — Wamco Technology Group Ltd. (the “Company”) announces that it has settled an aggregate of \$155,000 of indebtedness through the issuance of 5,166,666 common shares. The common shares are subject to a four month hold period.

For further information contact:

Stephen Dunn, Director
Wamco Technology Group Ltd.
Telephone: (416) 822-3343