

FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company:

LA JOLLA CAPITAL INC.
Suite 2300, 1066 West Hastings Street
Vancouver, BC V6E 3X2

2. Date of Material Change:

The material change described in this report occurred on May 21, 2015.

3. News Release:

On May 21, 2015, La Jolla Capital Inc. (the "**Company**"), formerly MicroCoal Technologies Inc., issued a news release through the facilities of FSC Filing Services Canada.

4. Summary of Material Change:

The Company announced that its previously announced plan of arrangement (the "**Arrangement**") under the *Canada Business Corporations Act* (the "**Act**") with its securityholders and Targeted Microwave Solutions Inc. ("**TMS**") closed effective as at 12:01 a.m. (Vancouver time) the ("**Effective Time**") on May 21, 2015 (the "**Effective Date**").

5. Full Description of Material Change:

On May 21, 2015, the Company announced that the Arrangement under the Act with its securityholders and TMS closed effective as at the Effective Time on the Effective Date.

Pursuant to the Arrangement, the Company caused substantially all of its business, operations, assets and liabilities to be transferred to TMS. As a result of the Arrangement, among other things: (i) each holder of the Company's common shares as at the Effective Time is entitled to receive 1 common share of TMS and, subject to rounding of fractions, 0.02 of a new common share of the Company for each common share of the Company held at the Effective Time (the "**La Jolla Shares**"); (ii) the shareholders of the Company received 100% of the common shares of TMS in the same proportion as they previously held in TMS and holders of warrants to purchase the Company's shares or units are entitled to receive warrants to purchase TMS shares or units in replacement therefor; (iii) TMS will pursue the business and operations carried on by the Company prior to the Effective Date; and (iv) the Company intends to focus on acquiring the Goldsmith Property located near Kaslo, British Columbia and pursuing business as a mining exploration company.

Concurrent with the listing of the common shares of TMS on the Canadian Securities Exchange (the "**CSE**") at the open of the market on May 22, 2015 under the symbol "TMS", the Company's common shares were delisted from the CSE.

6. Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable.

7. Omitted Information:

Not applicable.

8. Executive Officer:

The following executive officer of the Company is knowledgeable about the material change and this report and may be contacted respecting the material change and this report:

Larry Siegel
Chief Executive Officer
Telephone: 778-995-5833

9. Date of Report:

May 25, 2015