

Form 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 Name and Address of Company

Synergy Acquisition Corp.
#1604, 10025 - 102A Avenue
Edmonton, Alberta T5J 2Z2

ITEM 2 Date of Material Change

March 5, 2012

ITEM 3 News Release

News Release dated March 5, 2012 was issued and disseminated on March 5, 2012 through the services of Canada Stockwatch and Market News and filed that same date on SEDAR.

ITEM 4 Summary of Material Change

Synergy Acquisitions Corp. (the "Company") announced the closing of a \$100,000 non-brokered private placement.

ITEM 5 Full Description of Material Change

The Corporation announced it has closed its non-brokered private placement of 666,667 common shares of the Company at the price of \$0.15 per common share to Don Caron, the Chairman and a director of the Company, David Tam, a director of the Company and Eric Sauze, CFO of the Company. The shares are subject to an Exchange hold period expiring on July 6, 2012.

The Company intends to use the proceeds from the sale of the common shares for general working capital.

The participation in the private placement by Mr. Caron, Mr. Tam and Mr. Sauze is considered a "related party transaction" as defined under Multilateral Instrument 61-101 ("MI 61-101"). The transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as the Company has relied on the financial hardship exemption from the formal valuation and minority approval requirements of such instrument.

The Company did not file a material change report more than 21 days before the expected closing of the private placement as the details of the private placement

were not settled until shortly before the announcement of the private placement and the Company wished to close the private placement on an expedited basis for sound business reasons.

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

None

ITEM 7 Omitted Information

Not Applicable

ITEM 8 Executive Officer

Don Caron
Chief Executive Officer
Telephone: (780) 496-9171

ITEM 9 Date of Report

March 7, 2012