

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

Item 1 Name and Address of Company

Quinsam Capital Corporation
390 Bay Street
Suite 806
Toronto, ON M5H 2Y2

Item 2 Date of Material Change

November 17, 2014

Item 3 News Release

The press release attached as Schedule A was released over Marketwired on November 17, 2014

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule A.

Item 5 Full Description of Material Change

The material change is described in the press release attached as Schedule A.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Eric Szustak, President
(905) 330-7948

Item 9 Date of Report

November 17, 2014

Schedule A



Quinsam Announces Non-Brokered Private Placement

NOT FOR DISSEMINATION IN THE UNITED STATES OR FOR DISTRIBUTION BY ANY UNITED STATES NEWS DISTRIBUTION

Toronto, Ontario – November 17, 2014 - Quinsam Capital Corporation (CSE:QCA) ("**Quinsam**" or the "**Company**") today announced that it will proceed with a best efforts non-brokered private placement financing of up to 6 million common shares of the Company at a price of \$0.15 per share for gross proceeds of up to \$900,000 ("the Offering"). The proceeds of the Offering will be used for investment activities and working capital purposes.

In connection with this placement, Quinsam may pay a 6% cash finder's fee to certain eligible arm's length finders. The Offering is subject to regulatory approval. There can be no assurance that the private placement will be completed as proposed. Closing is expected on or about December 4, 2014.

Performance Since Our Last Fund Raising

Quinsam would also like to highlight its performance and activities since it last raised funds in March 2014.

The company has achieved profitability in all reported quarters since new management assumed responsibility for the business and most notably earned \$0.03 per share in the quarter ending September 30, 2014. Our investment portfolio has increased by approximately 30% since our last equity raise in March 2014, far exceeding the considerable drop in the TSX Venture Exchange Composite Index during the same period. Additionally, our warrant portfolio has grown materially over the period. Since we value our warrants at zero unless they have intrinsic value, many of our warrant investments have no carrying value. We have seen two large warrant wins over the last six months in Nuvo Research Inc. and Enerdynamic Hybrid Technologies Corp.

Recently, Quinsam announced its first advisory role with Solarvest BioEnergy Inc., signaling a new area of focus and revenue generation in its business model.

Also noteworthy, and with great satisfaction, the Company achieved its stated goal of initiating and paying its first quarterly dividend to shareholders. Management continues to implement its business plan in an effort to create ongoing increases in value in the company for the benefit of its shareholders.

About Quinsam Capital Corporation

Quinsam is a merchant bank based in Canada. Our merchant banking business encompasses a range of activities including acquisitions, advisory services, lending activities and portfolio investments. Quinsam invests its capital for its own account in assets, companies or projects which we believe are undervalued and where we have a viable plan for unlocking such value. We do not invest on behalf of any third party, and do not offer investment advice.

For further information please contact:

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This press release may contain forward-looking statements relating to anticipated future events, results, circumstances, performance or expectations that are not historical facts but instead represent our beliefs regarding future events, which are inherently uncertain. Forward-looking statements can often, but not always, be identified by forward-looking words such as “anticipate”, “believe”, “continue”, “expect”, “goal”, “plan”, “intend”, “estimate”, “may”, “project”, “predict”, “potential”, “target”, and “will” or similar words suggesting future outcomes, or other expectations, beliefs, plans, objectives, assumptions, intentions or statements about future events or performance.

By their nature, forward-looking statements require us to make assumptions which include, among other things, that (i) Quinsam will have sufficient capital under management to effect its business strategies, (ii) the business strategies will produce the results intended by Quinsam, and (iii) the markets will react and perform in a manner consistent with the business strategies.

Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information. The Company believes that the expectations reflected in the forward-looking information are reasonable but no assurance can be given that these expectations will prove to be correct. Some of the risks and other factors that could cause actual results to differ materially from those expressed in forward-looking information expressed in this press release include, but are not limited to: market and general economic conditions, interest rates, regulatory and statutory developments, the nature of the Company’s investments, the available opportunities and competition for investments, the concentration of the Company’s investments in certain industries and sectors, reliance on key personnel, risks affecting the Company’s investments, management of the growth of the Company, and exchange rate fluctuations. Readers are cautioned that the foregoing list of risks and factors is not exhaustive. Although the Company has attempted to identify important factors that could cause actual events or results to differ materially from those described in forward-looking information, there may be other factors that cause events or results to differ from those intended, anticipated or estimated.

The forward-looking information contained herein is provided as at the date of the date of this press release, based upon the opinions and estimates of management and information available to management as at the date of this press release. The Company does not undertake and specifically disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, unless required by applicable law. Readers are cautioned not to place undue reliance on forward-looking information contained in this press release.