

FORM 51-102F3
Material Change Report

- Item 1. Name and Address of Company**
Resinco Capital Partners Inc. (the “Company”)
1430 – 800 West Pender Street
Vancouver, BC
V6C 2V6
- Item 2. Date of Material Change**
May 22nd, 2012
- Item 3. News Release**
The News Release dated May 22nd, 2012 was disseminated via Marketwire.
- Item 4. Summary of Material Change**

Resinco Capital Partners Inc. Releases April 2012 Unaudited Net Asset Value Per Share.
- Item 5.1 Full Description of Material Change**
For a description of the material change, see Schedule “A”.
- Item 5.2 Disclosure for Restructuring Transaction**
Not Applicable.
- Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**
Not Applicable.
- Item 7. Omitted Information**
Not Applicable.
- Item 8. Executive Officer**

The following Senior Officer of the Company is available to answer questions regarding this report:

John Icke, President and CEO
604-696-6515
- Item 9. Date of Report**
Dated at Vancouver, BC, this 22nd day of May, 2012.



Schedule "A"

Resinco® Capital Partners Inc. Releases April 2012 Unaudited Net Asset Value Per Share

May 22, 2012

TSX: RIN

FWB: L6V

Vancouver, BC – Resinco® Capital Partners Inc. ("Resinco") announces that it is publishing its net asset value (NAV) for the end of April 2012. As of April 30th, 2012 Resinco's unaudited NAV per share was \$0.10. The closing price of \$0.06 on April 30th, 2012 represents a 41% discount to the NAV.

Use of Non-GAAP Financial Measures

NAV is a non-GAAP financial measure calculated as the value of total assets less the value of total liabilities divided by the total number of common shares outstanding as at a specific date. The term NAV does not have any standardized meaning according to GAAP and therefore may not be comparable to similar measures presented by other companies. There is no comparable measure presented in Resinco's financial statements and thus no applicable quantitative reconciliation for such non-GAAP financial measure.

About Resinco® Capital Partners Inc.

Resinco (Resource Investment Company) is a global investment company that specializes in providing early stage financing to private and public exploration and mining companies in the hard rock minerals, precious metals, rare-earth minerals, oil, gas, water and renewable energy markets.

For more information on Resinco, please visit www.resincocp.com.

On behalf of the Board of Directors
RESINCO® CAPITAL PARTNERS INC.:

John Icke
President and CEO

For more information, please contact

Resinco

John Icke

President and CEO

604-696-6515

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Statements in this news release, other than purely historical information, including statements relating to the Company's future plans and objectives or expected results, constitute Forward-looking statements. Such statements are based on numerous assumptions and are subject to all the risks and uncertainties inherent in the Company's business, including risks related to mineral exploration and development. Consequently, actual results may vary materially from those described in the forward-looking statements.



The TSX Exchange does not accept responsibility for the adequacy or accuracy of this release.