

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Company**

Resinco Capital Partners Inc.  
Unit 1 – 15782 Marine Drive  
White Rock, BC V4B 1E6

**Item 2: Date of Material Change**

November 1, 2012

**Item 3: News Release**

November 1, 2012

The Press Release was released to the Toronto Stock Exchange being the only exchange upon which the shares of the Company are listed, and through various other approved public media.

**Item 4: Summary of Material Change**

Resinco® Capital Partners Inc. today announces that it has introduced a number of initiatives to reduce costs and streamline its corporate administration organization and cost structure. The strategic business decision to outsource ‘back-office’ functionality is driven by a need to lower operating costs due to the depressed state of the junior resource market sector in which Resinco operates. Outsourcing company finance and corporate compliance functions will result in an annualized net reduction in costs of approximately \$300,000. Commenting on these initiatives Mr. John Icke, President and CEO stated, “This cost saving program is a sub-set of a much broader range of cost reduction initiatives which commenced earlier in the summer of 2012.”

Effective November 1, 2012, Doris Meyer will be appointed as Resinco’s Chief Financial Officer and its Corporate Secretary, replacing David McAdam and Christina Boddy who have resigned from these respective positions.

**Item 5: Full Description of Material Change**

See attached news release dated November 1, 2012, which is hereby incorporated by reference

**Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102**

N/A.

**Item 7: Omitted Information**

N/A.

**Item 8: Executive Officer**

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Doris Meyer  
Telephone: 604.536.2711

**Item 9: Date of Report**

DATED at White Rock, British Columbia, this 1<sup>st</sup> day of November 2012.

“Doris Meyer”  
Doris Meyer, Chief Financial Officer