

Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Resinco Capital Partners Inc.
810-789 West Pender Street,
Vancouver, B.C.
V6C 1H2

(the “**Company**”)

Item 2 Date of Material Change

February 13, 2018.

Item 3 News Release

The news was released to the TSX Venture Exchange being the only exchange upon which the shares of the Company are listed, and through various other approved public media on February 13, 2018. A copy was filed on SEDAR.

Item 4 Summary of Material Change

The Company announced the appointment of Sean Maniaci and Maciej Lis to its board of directors which follow the resignations of Andrew Lee Smith and Scott Close.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced the appointment of Mr. Sean Maniaci and Mr. Maciej Lis to its board of directors.

Sean Maniaci is a partner in the Business Law and Securities Group at Cassels Brock & Blackwell LLP. Sean’s experience includes acting as lead counsel to a large number of public and private companies and investment dealers in a range of industries including technology, biotechnology, energy, consumer products, healthcare, agriculture, aquaculture and mining. Sean has particular experience in advising public companies in connection with mergers and acquisitions, securities law compliance and corporate governance matters, including ongoing advice to boards of directors and special committees as well as extensive transactional experience in all areas of corporate and securities law. Mr. Maniaci received his B.Comm. from McGill University, his LL.B from Queen’s University and his MBA from the University of Western Ontario’s Richard Ivey School of Business.

Maciej (Magic) Lis currently holds interests in various predominately sales, distribution and logistics companies which he helped build over the preceding decade. Mr. Lis has also previously acted in a number of business development roles for both public and private small-cap and mid-cap natural resource and technology sector companies, operating globally. Mr. Lis holds an Honors Degree in Economics from

the University of Toronto, and is fluent in 3 languages. Mr. Lis is an active patron of the arts and theatre, to which he contributes not only financial support but also resources, skills and his time.

The appointments follow the resignations of Andrew Lee Smith and Scott Close from the board of directors.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Kyle Stevenson, President and CEO
810-789 West Pender Street
Vancouver, B.C. V6C 1H2
604-687-2038

Item 9 Date of Report

February 13, 2018.