

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name & Address of Company

Reservoir Capital Corp. (the "Company")

Suite 501 - 543 Granville Street
Vancouver, British Columbia,
V6C 1X8

Item 2. Date of Material Change

February 06, 2015

Item 3. News Release

On February 06, 2015, a press release in respect of the material change was issued through the facilities of Marketwired via Canadian Timely Disclosure.

Item 4. Summary of Material Change

The Company announced that it has completed the final tranche of a non-brokered private placement financing that was announced on October 14, 2014, December 1, 2014 and January 21, 2015 (the "Private Placement") raising an additional \$140,300 by the issuance of 350,750 units at \$0.40 per unit. Each warrant will entitle the holder to purchase an additional common share at \$0.60 until February 6, 2020. If, after June 6, 2015, the closing price of the Company's shares on the TSX Venture Exchange exceeds \$0.80 for 30 consecutive trading days, the Company may, by notice given and news release issued within two trading days thereof, accelerate the expiry of the warrants to the 20th trading day after such 30 day period.

Item 5. Full Description of Material Change

Item 5.1 Full Description of Material Change

Refer to the press release of the Company disseminated on February 06, 2015, attached hereto.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

The following executive officer of the Company is knowledgeable about the material change and this report:

Kim Casswell, Corporate Secretary
Phone: 604-662-8448
Email: KCasswell@seabordservices.com

Item 9. Date of Report

February 10, 2015

CORPORATE OFFICE:
Suite 501 – 543 Granville Street
Vancouver BC, Canada
V6C 1X8

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TSX-V:REO

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NEWS RELEASE

COMPLETION OF FINAL TRANCHE OF PRIVATE PLACEMENT

Vancouver, British Columbia, February 6, 2015 (TSX Venture: REO) – Reservoir Capital Corp., (“Reservoir” or the “Company”) is pleased to announce that it has completed the final tranche of a non-brokered private placement financing that was announced on October 14, 2014, December 1, 2014 and January 21, 2015 (the “Private Placement”) raising an additional \$140,300 by the issuance of 350,750 units at \$0.40 per unit. Each warrant will entitle the holder to purchase an additional common share at \$0.60 until February 6, 2020. If, after June 6, 2015, the closing price of the Company’s shares on the TSX Venture Exchange exceeds \$0.80 for 30 consecutive trading days, the Company may, by notice given and news release issued within two trading days thereof, accelerate the expiry of the warrants to the 20th trading day after such 30 day period.

The Shares, and any Shares issued on the exercise of the Warrants, are subject to a restricted resale period under Canadian securities law and Exchange policy until June 7, 2015.

The proceeds of the offering will be used by Reservoir to support continued permitting work on its Brodarevo Hydroelectric Project in Serbia, for new business efforts and general corporate purposes.

About Reservoir

Reservoir is a renewable energy company engaged in the development of a 59.1 MW hydroelectric project at Brodarevo on the River Lim, the Vranjska Banja geothermal project, both in southern Serbia. The recently completed agreements with Saxa Gres also provide an important new growth business for the Company in the well-regulated Italian market. Reservoir’s common shares trade on the TSX Venture Exchange (symbol “REO”) and on the Frankfurt and Berlin Exchanges (symbol “ROC”).

For further information on Reservoir Capital Corp., please consult the Company’s website www.reservoircapitalcorp.com, or contact Chris MacIntyre, VP Corporate Development, at +1 416 703 0010.

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*Neither the TSX Venture Exchange nor the Investment Industry Regulatory Organization of Canada
accepts responsibility for the adequacy or accuracy of this release.*

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States of America. The securities have not been and will not be registered under the United States Securities Act of 1933 (the “U.S. Securities Act”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons (as defined in the U.S. Securities Act) unless registered under the U.S. Securities Act and applicable state securities laws, or an exemption from such registration is available.