

**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**

January 21, 2016

**Item 3. News Release**

On January 22, 2016, 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 Michael Brown has resigned as Director of the Company effective immediately.

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

**Item 5.1 Full Description of Material Change**

The Company announced that Michael Brown has resigned as Director of the Company effective immediately.

**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**

January 22, 2016