

## Notice of Change in Corporate Structure

### Pursuant to Section 4.9 of National Instrument 51-102

#### **Item 1 Names of the Parties to the Transaction**

Brabeia Inc. (formerly Scavo Resource Corp.) (“**New Brabeia**”) and 0969607 B.C. Ltd. (formerly Brabeia Inc.) (“**096**”).

#### **Item 2 Description of the Transaction**

On August 21, 2015, New Brabeia acquired all of 096’s issued and outstanding common shares in exchange for 25,800,000 common shares (the “**Consideration Shares**”) of New Brabeia (the “**Transaction**”) issued to the shareholders of 096 (the “**096 Shareholders**”) pursuant to the terms and condition of a share exchange agreement between the Company, 096 and the 096 Shareholders dated May 28, 2015 as amended and restated July 30, 2015 (the “**Purchase Agreement**”). Pursuant to the Purchase Agreement, 2,580,000 of the Consideration Shares were issued to the 096 Shareholders at closing. The balance of the Consideration Shares (the “**Performance Shares**”) is held pursuant to the terms of a performance escrow agreement which provides for their release on New Brabeia achieving certain performance milestones.

While in escrow, the escrowed Performance Shares may not be sold or voted by the 096 Shareholders. If any Performance Shares remain in escrow on the date that is three years after closing, such Performance Shares will be returned to the Company for cancellation in accordance with the terms of the performance escrow agreement.

In connection with the Transaction, 096 changed its name from “Brabeia Inc.” to “0969607 B.C. Ltd.” on July 27, 2015 and New Brabeia changed its name from “Scavo Resource Corp.” to “Brabeia Inc.” on August 20, 2015. The new Brabeia common shares formerly traded on the Canadian Securities Exchange under stock symbol “SCV” and will continue trading on the Canadian Stock Exchange under the new stock symbol “BBA”. New Brabeia remains a reporting issuer in British Columbia, Alberta and Ontario.

#### **Item 3 Effective Date of the Transaction**

August 21, 2015.

#### **Item 4 Names of each Party, if any, that ceased to be a Reporting Issuer after the Transaction and of each Continuing Entity**

N/A.

**Item 5 Date of the Reporting Issuer's First Financial Year-End Subsequent to the Transaction**

May 31, 2016.

**Item 6 Periods, Including Comparative Periods, if any, of the Interim and Annual Financial Statements Required to be Filed for the Reporting Issuer's First Financial Year Subsequent to the Transaction**

N/A

**Item 7 Documents filed under NI 51-102 that describe the transaction and where they can be found in electronic format**

Further information about the Transaction is contained in New Brabeia's management information circular dated June 19, 2015, the Listing Statement dated August 19, 2015 and in the press releases dated March 24, 2015 and August 24, 2015 which are available on New Brabeia's SEDAR profile at [www.sedar.com](http://www.sedar.com).

**Dated:** August 24, 2015.