## 51-102F3 MATERIAL CHANGE REPORT

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

Turbo Capital Inc. (the "**Company**") Suite 1470 – 701 West Georgia Street Vancouver, BC V7Y 1C6

### **Item 2 Date of Material Change**

March 23, 2016

#### **Item 3 News Release**

The news release was disseminated through Stockwatch and Market News.

### **Item 4 Summary of Material Change**

The Company announced that it was planning to change its name to Cruz Capital Corp. and proceed with a consolidation of its outstanding common shares (each, a "Share") on the basis of twenty (20) pre-consolidation Shares for one (1) post-consolidation Share.

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

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

## **Item 7 Omitted Information**

None

#### **Item 8 Executive Officer**

James Nelson, President, Corporate Secretary Tel: 6048999150

## **Item 9 Date of Report**

April 6, 2016

# TURBO CAPITAL INC. Suite 1470 – 701 West Georgia Street Vancouver, BC V7Y 1C6

March 23, 2016

Trading Symbol: TBO – TSX Venture Exchange

#### **Turbo Proposes Name Change**

Turbo Capital Inc. ("Turbo", "TBO" or the "Company") is planning to change its name to Cruz Capital Corp. The Company also intends to proceed with a consolidation of its outstanding common shares (each, a "Share") on the basis of twenty (20) pre-consolidation Shares for one (1) post-consolidation Share.

Currently, a total of 89,511,631 common shares in the capital of the Company are issued and outstanding. Accordingly, if the Consolidation is put into effect, a total of approximately 4,475,582 common shares in the capital of the Company would be issued and outstanding following the Consolidation, assuming there are no other changes in the issued capital of the Company. There are currently an unlimited number of authorized common shares without par value.

The Consolidation is being proposed in order to allow the Company greater flexibility in future financings and is subject to approval of the TSX Venture Exchange. A change of the Company's name to "Cruz Capital Inc." will only occur if the share consolidation proceeds.

If you would like to be added to Turbo's news distribution list, please send your email address to  $\underline{info@turbocapitalinc.com}$ 

#### **Contact Information**

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### ON BEHALF OF THE BOARD OF DIRECTORS

"Seth Kay"

Director

Turbo Capital Inc.

This news release contains forward-looking statements and forward-looking information, which are based on information currently available to the Company, and the Company provides no assurance that actual results will meet management's expectations. Forward-looking information includes that the parties may complete the Offering, that the Company may obtain TSX Venture Exchange approval of the Offering and that the proceeds of the Offering will be used as stated in this news release. Actual results could differ materially from those currently anticipated for many reasons such as: the failure to obtain the requisite approvals; the failure to raise funds pursuant to the Offering; changes in general economic conditions and conditions in the financial markets; changes in demand and prices for resources; and

changes to the proposed uses of funds for any reason whatsoever. These and other factors should be considered carefully and readers should not place undue reliance on the Company's forward looking information. The Company does not undertake to update any forward-looking information that may be made from time to time by the Company or on its behalf, except in accordance with applicable securities laws.

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