

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**ITEM 1 NAME AND ADDRESS**

*BETHPAGE CAPITAL CORP. (the "Company")  
1030 West Georgia Street, Suite 717  
Vancouver, BC V6E 2Y3  
Telephone: (604) 639-9052  
Fax: (604) 647-6613*

**ITEM 2 DATE OF MATERIAL CHANGE**

*July 31, 2015*

**ITEM 3 NEWS RELEASE**

*The Company issued a news release on August 6, 2015 relating to the material change, which was disseminated to through Stockwatch and filed on SEDAR.*

**ITEM 4 SUMMARY OF MATERIAL CHANGE:**

*The Company announced the appointment of the Company's CFO, Gavin Cooper, to its board, and the resignation of Robert Meister from the Company's board of directors.*

**ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE**

*See attached news release.*

**ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102**

*Not applicable. This report is not being filed on a confidential basis.*

**ITEM 7 OMITTED INFORMATION**

*N/A*

**ITEM 8 EXECUTIVE OFFICER**

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

*Vince Sorace, President and Director  
Vancouver, BC V6E 2Y3, telephone: (604) 639-9052*

**ITEM 9 DATE OF REPORT**

*August 6, 2015.*

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## **NEWS RELEASE**

### **CHANGES TO THE BOARD OF DIRECTORS**

*August 6, 2015 - Bethpage Capital Corp. (TSX-V:BET)* Bethpage Capital Corp. (the "Company" or "Bethpage") announces that Mr. Robert Meister has resigned from the Board of the Company. Mr. Meister has served as a director since September 2011. The Board wishes to thank Mr. Meister for his contribution to the Company.

Mr. Gavin Cooper CA has been appointed to the Board to replace Mr. Meister. Mr. Cooper has served as Chief Financial Officer of Bethpage since December 2011.

#### **FOR FURTHER INFORMATION PLEASE CONTACT:**

Vince Sorace, President and Director, at Suite 717 – 1030 West Georgia Street, Vancouver, BC V6E 2Y3, telephone: (604) 639-9052.

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*This news release may include forward-looking statements that are subject to risks and uncertainties. All statements within, other than statements of historical fact, are to be considered forward looking. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing, and general economic, market or business conditions. There can be no assurances that such statements will prove accurate and, therefore, readers are advised to rely on their own evaluation of such uncertainties. We do not assume any obligation to update any forward-looking statements except as required under the applicable laws.*