

**Form 51-102F3**  
**MATERIAL CHANGE REPORT**

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

Orca Touchscreen Technologies Ltd. (the “**Company**”)  
1820 – 925 West Georgia Street, Vancouver, BC V6C 3C2

**Item 2: Date of Material Change**

January 23, 2015

**Item 3: News Release**

A news release was issued and disseminated on January 23, 2015 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)). A copy of the news release is attached as Schedule “A” hereto.

**Item 4: Summary of Material Change**

The Company announced that it had completed a non-brokered private placement issuing 1,030,951 common shares of the Company at a price of \$0.50 per common share for total proceeds of \$515,475.50. Later that day, the number of shares and proceeds were corrected due to currency exchange rates to 1,037,382 shares and \$518,691.00, but the Company did not deem those corrections to be material and, so, did not issue a further news release.

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

**5.1 Full Description of Material Change**

See the news release attached as Schedule “A”.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

**Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable

**Item 7: Omitted Information**

None

**Item 8: Executive Officer**

Jong Myung (James) Choi,  
Chief Financial Officer  
Telephone: 604.880.0499  
Email: [info@orcatouchtech.com](mailto:info@orcatouchtech.com)

**Item 9: Date of Report**

January 29, 2015

## Schedule "A"



### **Orca Announces Close of a Private Placement of Shares**

**Vancouver, BC, January 23, 2015 – Orca Touchscreen Technologies Ltd.** (the "Company") (CSE:OAA), is pleased to announce that it has closed a private placement of 1,030,951 common shares at a price of \$0.50 per share, yielding gross proceeds of \$515,475.50 to be used for general working capital purposes.

The shares shall be subject to a 6-month hold period from today's closing date.

There was no finder fee paid in connection with the private placement.

#### **About Orca Touchscreen**

Orca Touchscreen sells and distributes capacitive touchscreens to manufacturers of smartphones, tablets, laptops, mp3 players, GPS navigation systems, automobile controls, exercise equipment, educational and public information kiosks, point of sale devices, e-readers, medical devices, gaming consoles and other electronic devices. Orca Touchscreen has an exclusive worldwide license to use and sublicense all the technology and patents owned by Sollensys Corp. to make, sell and distribute touchscreen products and services. Sollensys Corp., a Korean corporation, is a global leader in innovative capacitive touch sensor technologies.

To learn more about Orca Touchscreen, visit [www.orcatouchscreen.com](http://www.orcatouchscreen.com), and you can view its profile and documents at [www.sedar.com](http://www.sedar.com) and [www.thecse.com](http://www.thecse.com).

#### **For further information, please contact:**

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Chief Financial Officer and a Director  
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***The CSE has not reviewed, approved or disapproved the content of this press release.***

#### **Forward-Looking Information:**

This press release may include 'forward-looking information' within the meaning of Canadian securities legislation, concerning the business of the Company. Forward-looking information is based on certain key expectations and assumptions made by the management of the Company. Although the Company believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because the Company can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. The Company disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.