

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

Item 1: Name and Address of Company

Cervantes Capital Corp.
510 – 744 West Hastings Street
Vancouver, BC V6C 1A1

Item 2: Date of Material Change

June 10, 2015

Item 3: News Release

A news release was issued and disseminated on June 12, 2015 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change

On June 10, 2015, the Issuer completed a statutory plan of arrangement with Anterior Education Holdings Ltd. and BHR Capital Corp.

Item 5: Full Description of Material Change

See news release attached as Schedule "A".

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

Not applicable

Item 7: Omitted Information

None

Item 8: Executive Officer

Carlos Cervantes, CEO & President
Telephone: 778.893.6158
Email: carlos@exis.ca

Item 9: Date of Report

June 12, 2015

Schedule "A"

CERVANTES CAPITAL CORP.

510 – 744 West Hastings Street
Vancouver, BC V6C 1A1



**CERVANTES CAPITAL CLOSES A PLAN OF ARRANGEMENT WITH
ANTERIOR EDUCATION HOLDINGS AND BHR CAPITAL**

Vancouver, BC, (June 12, 2015) – Cervantes Capital Corp. (“Cervantes”) and Anterior Education Holdings Ltd. (“Anterior”) are pleased to announce that they completed a statutory plan of arrangement (the “**Arrangement**”) among Cervantes, Anterior and BHR Capital Corp. (“**BHR**”). As a result of completing the Arrangement, Anterior became a reporting issuer in British Columbia and Alberta and BHR became a wholly-owned subsidiary of Anterior.

On April 14, 2015, Cervantes, Anterior and BHR entered into an Arrangement Agreement (the “**Arrangement Agreement**”) including the Arrangement. The Arrangement was approved by unanimous resolutions of the shareholders of BHR on April 28, 2015, and by the Supreme Court of British Columbia on April 30, 2015 in accordance with Part 9 of the *Business Corporations Act* (British Columbia).

On June 10, 2015, the Arrangement closed and the following principal steps occurred in the following order:

- 1) BHR purchased all the issued and outstanding common shares of Anterior from Cervantes;
- 2) Anterior acquired 28,812,610 common shares of BHR, being all of the issued and outstanding share capital from all the shareholders of BHR through a 1:1 share exchange;
- 3) 396,600 common shares of Anterior were distributed as a stock dividend to Cervantes’ shareholders holding shares on the record date on a 1:1 basis according to their shareholdings in Blueprint.

The CUSIP for the common shares of Anterior is 03675C101.

Anterior was incorporated on April 14, 2015 and its fiscal year end is September 30.

As of the closing of the Arrangement, Anterior has issued a total of 29,209,210.

As a result of completing the Arrangement, Anterior has two wholly-owned subsidiaries, BHR, which was incorporated on December 3, 2014 and Anterior Education Systems which was incorporated on June 28, 2013.

About Cervantes

Cervantes is a business development services company. It provides business development services to new and emerging businesses, including making introductions to accountants, lawyers, brokers, transfer agents, and various other professionals and service providers to assist companies in raising capital and going public. It also advises companies on corporate structure and in business development including finding and advising on opportunities in mergers and acquisitions. It intends to take compensation through a combination of securities and monetary fees.

For more information regarding Cervantes, please contact:

Carlos Cervantes
President and Chief Executive Officer
Telephone: +1.778.893.6158
Email:carlos@exis.ca

About Anterior

Anterior is in the business of ESL education with an objective of consolidating smaller independent ESL schools across Canada as well as in the United States and the United Kingdom. Anterior is further developing a proprietary Digital Curriculum that is anticipated to be released in summer of 2015 and will be subsequently licensed to other ESL providers including universities and high schools. Anterior also provides teacher training internationally through its companion organization EC and further offers IELTS testing.

For more information regarding Anterior, please contact:

Michael Hunter
President and Chief Executive Officer
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Email:mhunter@ili.ca

Forward-Looking Information:

This press release may include forward-looking information within the meaning of Canadian securities legislation. The forward-looking information is based on certain key expectations and assumptions made by the management of Cervantes. 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 cannot provide any assurance that it will prove to be correct. These forward-looking statements are made as of the date of this press release and 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.