

FORM 51-102F3 MATERIAL CHANGE REPORT

1. Name and Address of Company:

Torino Power Solutions Inc. (“Torino” or the “Company”)
7934 Government Road, Burnaby, BC, V5A 2E2

2. Date of Material Change:

November 12, 2015

3. News Release:

A news release disclosing the nature and substance of the material change was issued by the Corporation on November 13, 2015.

4. Summary of Material Change:

On November 13, 2015, the Company announced a name change to Torino Power Solutions Inc.

5. Full Description of Material Change:

Vancouver, British Columbia, November 12, 2015 – Torino Ventures Inc. (the “Company” or “Torino”), has announced a name change to Torino Power Solutions Inc.

Effective Date: November 12, 2015

New CUSIP: 891069106

New ISIN: CA 8910691069

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information:

Not applicable.

8. Executive Officer:

Inquiries in respect of the material change referred to herein may be made to:
Rav Mlait, Director – (604) 551-7831

9. Date of Report:

November 13, 2015

Schedule A

Torino Power Solutions Inc.
7934 Government Road, Burnaby, B.C., V5A 2E2
Phone: (604) 551-7831 Fax: 604-676-2767

Torino Power Solutions Inc.

7934 Government Road, Burnaby, B.C., V5A 2E2
Phone: (604) 808-2225 Fax: 604-676-2767

Torino Ventures Inc. Name Change

Vancouver, British Columbia, November 13, 2015 – Torino Ventures Inc. (the “Company” or “Torino”), has announced a name change to Torino Power Solutions Inc.

Disclosure documents are available on www.SEDAR.com

Effective Date: November 12, 2015

New CUSIP: 891069106

New ISIN: CA 8910691069

Torino Power Solutions Inc. is focused on its patented Dynamic Thermal Circuit Rating (DTCR) technology that increases the capacity of congested high voltage transmission lines of electric utilities by providing real-time wireless monitoring of stress and temperature. The technology has market opportunities and applications for utilities worldwide, oil pipelines, dams, bridges and other major infrastructure assets. The DTCR technology is supported by five patents.

We seek Safe Harbor.

On behalf of the Board of Directors

“Bryan Loree”

CEO and Director
Torino Power Solutions Inc.

Forward-Looking Information

This press release contains forward-looking information based on current expectations. Statements about the proposed Amalgamation, the Private Placement, shareholder approval and the parties' ability to satisfy closing conditions and receive necessary approvals are all forward-looking information. These statements should not be read as guarantees of future performance or

results. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from those implied by such statements. Although such statements are based on management's reasonable assumptions, there can be no assurance that the Transaction will occur or that, if the Transaction does occur, it will be completed on the terms described above. Torino assumes no responsibility to update or revise forward-looking information to reflect new events or circumstances unless required by law.