RAM POWER, CORP.

Material Change Report

FILED PURSUANT TO NATIONAL INSTRUMENT 51-102

Item 1 Name and Address of Company

Ram Power, Corp. ("**Ram Power**")
9460 Double R Blvd., Suite 200
Reno, Nevada 89521

Item 2 Date of Material Change

June 4, 2013.

Item 3 News Release

A press release describing the material change was issued by Ram Power on June 4, 2013 through Marketwire and also filed on SEDAR.

Item 4 Summary of Material Change

Ram Power announced the execution of a drilling contract with ThermaSource Inc. for the remediation drilling program scheduled to begin July 2013.

In addition, Ram Power announced it had reached an agreement with its San Jacinto-Tizate Project lenders syndicate to amend certain provisions of the Phase II Credit Agreement to extend the date for conversion of the Phase II San Jacinto-Tizate Project from a construction loan to a term loan and to allow for funding of the above mentioned remediation drilling program.

Item 5 Full Description of Material Change

Execution of Drilling Contract:

Ram Power executed a drilling contract with ThermaSource Inc. for the remediation drilling program scheduled to begin in early July 2013. The remediation program, expected to be complete by late October 2013, calls for the refurbishment of two existing production wells with a targeted increase in steam availability of approximately 70-110 tonnes/hour, or approximately 9 to 14 MW of additional net capacity. Any increased steam production from the remediation program would be available for production use later this year. Ram Power, together with its resource consultant, Sinclair Knight Merz, finalized the remediation plan based on the production performance of the San Jacinto-Tizate Project during the first several months of operations.

Amendment to Phase II Credit Facility

Ram Power reached an agreement with its San Jacinto-Tizate Project lenders syndicate, led by the International Finance Corporation (the "**Lenders**"), to amend its Phase II Credit Agreement for the San Jacinto-Tizate Project. The amendment extends the date for conversion of the construction loan to a term loan from June 2, 2013 to June 29, 2013 and allows for the funding of the remediation drilling program beginning in early July from the major maintenance reserves established under the Phase I and II Credit Facilities for the San Jacinto-Tizate Project. During this period, Ram Power and the Lenders will continue to work together to satisfy certain conditions precedent associated with the loan documents for conversion of the loan to a term loan.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Further information regarding the matters described in this report may be obtained from Steven Scott, Director of Investor Relations, who is knowledgeable about the details of the material change and may be contacted at sscott@ram-power.com or (775) 398-3711.

Item 9 Date of Report

June 6, 2013.