51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Western Pacific Trust Company (the "Company")
920 - 789 West Pender Street
Vancouver, British Columbia V6C 1H2

Item 2 Date of Material Change

December 17, 2015

Item 3 News Release

The news release was disseminated on December 17, 2015 through Marketwired.

Item 4 Summary of Material Change

The Company announced that it has closed its private placement (the "Offering") of Series I Preferred Shares at a price of $10 per share, with the placement of 12,000 Preferred Shares for total proceeds of $120,000. This private placement was accepted for filing by the TSX Venture Exchange on December 17, 2015.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Alison Alfer, President & CEO Telephone: (604) 683-0455

Item 9 Date of Report

December 18, 2015

WESTERN PACIFIC TRUST COMPANY
NEWS RELEASE

NOT FOR DISSEMINATION IN THE UNITED STATES OR OVER THE UNITED STATES NEWSWIRE SERVICES.

December 17, 2015

Western Pacific Trust Company Announces
Private Placement of Series I Preferred Shares

VANCOUVER, BRITISH COLUMBIA – Western Pacific Trust Company (TSX-V:WP) (the "Company" or “Western Pacific") is pleased to announce that it has closed a private placement (the “Offering”) of 12,000 Series I Preferred Shares at a price of $10 per share for gross proceeds of $120,000. The Company intends to use the proceeds of the Offering to fund general working capital purposes. All of the Shares issued pursuant to this Offering were issued to insiders of the Company. As the Series I Preferred Shares are non-voting and are not convertible into listed shares of the Company, participation by insiders of the Company in the Offering is not expected to increase such insiders’ control over the voting securities of the Company.

The Series I Preferred Shares are subject to special rights and restrictions in addition to those assigned to all preferred shares, which include the right of the holder to receive quarterly non-cumulative dividends at a fixed rate of 5% per annum of the Redemption Amount, the right of the Company to redeem the Series I Preferred Shares at any time after the third anniversary of the date of issue of the Series I Preferred Shares and the right of the holder to require the Company to redeem the Series I Preferred Shares at any time after the third anniversary of the date of issue of the Series I Preferred Shares unless the Company defaults on its obligation to pay dividends to the holder, in which case the holder’s right of retraction will become exercisable upon such default. Holders of Series I Preferred Shares are not entitled to receive notice of, attend or vote at any general meeting of the shareholders of the Company. The Series I Preferred Shares may not be sold, transferred or otherwise disposed of without the consent of the board of directors of the Company, and the board of directors is not required to give any reason for refusing to consent to any such sale, transfer of other disposition. The Series I Preferred Shares are not listed for trading on the TSX Venture Exchange or on any other stock exchange or quotation board and are not convertible into listed shares of the Company.

All of the securities to be issued by the Company in connection with this Offering will be subject to a hold period, which expires four months and a day after the Closing Date.

The closing of the Offering is subject to approval from the TSXV.

This news release is not an offer of Shares for sale in the Unites States. The Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sole in the United States absent registration or an applicable exemption from registration. This press release shall not constitute an offer to sell or solicitation of an offer to buy nor shall there by any sale of the above described securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

About Western Pacific Trust Company
Western Pacific Trust Company is a non-deposit taking financial institution. Western Pacific is licensed under the *Financial Institutions Act* in British Columbia, and is also registered extra-provincially in Alberta, as a non-deposit taking Trust Company.

For further information, please contact Alison Alfer, President at:
Tel: (604) 683-0455
Fax: (604) 669-6978

On Behalf of the Board,
WESTERN PACIFIC TRUST COMPANY
/s/ Alison Alfer
President and CEO