FORM 51-102F3

MATERIAL CHANGE REPORT

ITEM 1. NAME AND ADDRESS OF COMPANY

Plutonic Power Corporation
Suite 600
888 Dunsmuir Street
Vancouver, British Columbia V6C 3K4

ITEM 2. DATE OF MATERIAL CHANGE

May 13, 2011

ITEM 3. NEWS RELEASE

A news release dated May 13, 2011 was issued through CNW Group Ltd. and was filed with regulatory authorities in Canada and published on SEDAR on the same date.

ITEM 4. SUMMARY OF MATERIAL CHANGE

Magma Energy Corp. ("**Magma**") (TSX: MXY) and Plutonic Power Corporation ("**Plutonic**") (TSX: PCC) have announced the completion of the merger of Magma and Plutonic pursuant to a plan of arrangement (the "**Arrangement**"). Pursuant to the Arrangement, Magma has acquired all of the outstanding shares of Plutonic on the basis of 2.38 common shares of Magma and Cdn.$0.0001 in cash for each Plutonic common share. In addition, all of the outstanding stock options to purchase Plutonic common shares are now exercisable for common shares of Magma in accordance with the same exchange ratio.

In connection with the Arrangement, Magma will change its name to "Alterra Power Corp." and its common shares will, subject to receipt of final approval of the Toronto Stock Exchange ("TSX"), trade on the TSX under the symbol "AXY". For trading purposes, the change of name and trading symbol are expected to become effective, subject to TSX approval, as of the commencement of trading on May 18, 2011.

Subject to TSX confirmation, Plutonic common shares are expected to be delisted from trading on the TSX as of the close of business on May 17, 2011.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

The full description of the material change is set out in Schedule "A" attached hereto.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS

Not Applicable.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not Applicable.

ITEM 7. OMITTED INFORMATION

No significant facts have been omitted from this report.

ITEM 8. EXECUTIVE OFFICER

Donald McInnes, Vice-Chairman and Chief Executive Officer
Plutonic Power Corporation
Phone: 604-669-4999

ITEM 9. DATE OF REPORT

May 13, 2011

Schedule "A"

MAGMA ENERGY CORP. AND PLUTONIC POWER CORPORATION COMPLETE MERGER TO CREATE ALTERRA POWER CORP.

VANCOUVER, B.C., Canada, May 13, 2011 – Magma Energy Corp. ("Magma") (TSX:MXY) and **Plutonic Power Corporation** ("Plutonic") (TSX:PCC) today announced the completion of the merger of Magma and Plutonic pursuant to a plan of arrangement (the "Arrangement"). As previously announced, the Arrangement was approved by the Supreme Court of British Columbia on May 9, 2011.

Pursuant to the Arrangement, Magma has acquired all of the outstanding shares of Plutonic on the basis of 2.38 common shares of Magma and Cdn.$0.0001 in cash for each Plutonic common share. In addition, all of the outstanding stock options to purchase Plutonic common shares are now exercisable for common shares of Magma in accordance with the same exchange ratio.

In connection with the Arrangement, Magma will change its name to "Alterra Power Corp." and its common shares will, subject to receipt of final approval of the Toronto Stock Exchange ("TSX"), trade on the TSX under the symbol "AXY". For trading purposes, the change of name and trading symbol are expected to become effective, subject to TSX approval, as of the commencement of trading on May 18, 2011.

Subject to TSX confirmation, Plutonic common shares are expected to be delisted from trading on the TSX as of the close of business on May 17, 2011.

About Magma Energy Corp.

Magma Energy Corp. is a geothermal power company which owns and operates 198 MW of geothermal energy projects while actively exploring for and developing new projects. Magma has an extensive portfolio of properties throughout the western United States, Iceland, South American and Italy, including one operating power plant in Nevada and two in Iceland.

For further information please contact:

Anders Kruus, Vice President, Corporate Relations
Magma Energy Corp.
410 - 625 Howe Street
Vancouver, BC V6C 2T6
Phone: 604.646.1882
Email: akruus@magmaenergycorp.com

About Plutonic Power Corp.

Plutonic Power identifies, develops and operates clean power projects in a safe reliable and efficient manner. Plutonic Power strives to be a Canadian-based leader in clean power. Plutonic's principal operating facilities are the Toba Montrose Hydroelectric

Project and the Dokie Wind Farm. These assets are held in partnership with GE Energy Financial Services of which Plutonic is the managing and operating partner. For more information, visit www.plutonic.ca

For further information please contact:

Lisa May, Director, Investor Relations
Plutonic Power Corporation
Phone: 604-678-6743
Email: lisa.may@plutonic.ca

The TSX Exchange does not accept responsibility for the adequacy or accuracy of this release.

Cautionary Note Regarding Forward-Looking Statements and Information

This news release contains certain "forward-looking information" within the meaning of Canadian securities laws, which may include, but is not limited to, statements with respect to future events or future performance, including the expected date of the change of Magma's name and trading symbol and the expected date for the delisting of Plutonic common shares.

These statements are subject to a number of risks and uncertainties. Actual results may differ materially from results contemplated by the forward-looking statements. When relying on forward-looking statements to make decisions, investors and others should carefully consider the foregoing factors and other uncertainties and should not place undue reliance on such forward-looking statements. Plutonic and Magma, respectively, do not undertake to update any forward looking statements, oral or written, made by itself or on its behalf.