FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

SCOSS Capital Corp. (the "Corporation")
Suite 1000, 350 Bay Street
Toronto, ON M5H 2S6

2. Date of Material Change

June 30, 2006

3. News Release

The press release announcing the material change was issued in Toronto, Ontario on July 4, 2006 by CCNMatthews.

4. Summary of Material Change

The Corporation announced that it has agreed to acquire from an arm's length vendor six self-storage properties located in Ontario for an aggregate purchase price of approximately $60.3 million (subject to customary adjustments).

5. Full Description of Material Change

Reference is made to the press release attached as Schedule "A" hereto.

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

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

T. James Tadeson
Chief Executive Officer
(416) 867-9705

9. Date of Report

July 14, 2006

SCHEDULE “A” – PRESS RELEASE

SCOSS CAPITAL CORP. ANNOUNCES PROPOSED ACQUISITION OF SIX SELF-STORAGE PROPERTIES

Toronto, Ontario – July 4, 2006 – (TSXV: SCP) SCOSS Capital Corp. announced that it agreed on June 30, 2006 to acquire from an arm’s length vendor six self-storage properties located in Ontario for an aggregate purchase price of approximately $60.3 million (subject to customary adjustments). The acquisition is subject to numerous conditions, including (i) the completion of due diligence and environmental investigations with respect to the properties that must be satisfactory to the Corporation in its sole discretion, (ii) the successful negotiation and assumption of existing financing or re-financing of the properties, and (iii) approval by the board of directors of the Corporation to be given or withheld in its sole discretion. The acquisition is also subject to approval by the TSX Venture Exchange in accordance with the applicable policies of the exchange. At this early stage, there can be no assurance that the conditions under the acquisition agreement will be satisfied, that exchange approval will be granted or that the acquisition will be successfully completed. If the conditions under the agreement are fulfilled, the acquisition is scheduled to close on August 31, 2006.

The purchase price for the properties will be paid in cash, by the assumption of debt and, at the option of the vendor and on conditions satisfactory to the parties, by the issuance of non-voting equity securities representing up to $10 million. The Corporation intends to finance the cash portion of the acquisition purchase price with a combination of the proceeds from a private placement and secured bank financing. More detailed information concerning the private placement will be disclosed when available and confirmed.

SCOSS Capital Corp.

The Corporation currently operates and owns two self-storage properties located in Toronto, Ontario. Together with its proposed acquisitions of three and seven self-storage properties previously announced on June 12, 2006 and June 14, 2006, respectively, the Corporation has announced conditional agreements to acquire self-storage properties with an aggregate value of approximately $126.3 million. Each of these acquisitions remains subject to numerous conditions.

SCOSS intends to continue to grow its business through investments in and acquisitions of additional self-storage properties and ancillary businesses. The common shares of the Corporation are listed on the TSX Venture Exchange.

A special meeting of the shareholders of the Corporation is scheduled to be held on July 25, 2006, when the shareholders will be asked to approve a conversion of the Corporation to a real estate investment trust.

Forward-Looking Information

This press release contains forward-looking statements. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Examples of such statements include the intention to complete any of the announced acquisitions, to grow the business of the Corporation and to convert the Corporation to a real estate investment trust with the approval of the shareholders. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this press release. Such forward-looking statements are based on a number of assumptions which may prove to be incorrect, including, but not limited to: the ability of the Corporation to obtain necessary financing, satisfy conditions under the acquisition agreements, or satisfy any requirements of the TSX Venture Exchange with respect to the acquisitions or the related private placement; the level of activity in the self-storage business and the economy generally; consumer interest in the Corporation's services and products; competition; and anticipated and unanticipated costs. While the Corporation anticipates that subsequent events and developments may cause the Corporation's views to change, the Corporation specifically disclaims any obligation to update these forward-looking statements. These forward-looking statements should not be relied upon as representing Corporation's views as of any date subsequent to the date of this press release. Although the Corporation has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The factors identified above are not intended to represent a complete list of the factors that could affect the Corporation. Additional factors are noted under "Risk Factors" in the Corporation's Filing Statement dated May 18, 2006 and Management Information Circular dated June 30, 2006, copies of which may be obtained on the SEDAR website at www.sedar.com.

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

For further information, please contact:

SCOSS Capital Corp.
T. James Tadeson, Chief Executive Officer
Tel: 416-867-9705