

**MATERIAL CHANGE REPORT
FORM 51-102F3**

Item 1. Reporting Issuer

Yaletown Capital Corp.
120-21320 Gordon Way
Richmond, B.C. V6W 1J8

Item 2. Date of Material Change

27th August, 2012

Item 3. Press Release

Yaletown Capital Corp. (the “Issuer”) issued a press release on 27th March, 2012 through the facilities of Marketwire.

Item 4. Summary of Material Change

The issuer announced that Ms. Gail Gabel has resigned from the Company’s Board of Directors.

Item 5. Full Description of Material Change

Yaletown Capital Corporation (“Yaletown” or the “Company”) announced that Ms. Gail Gabel has resigned from the Company’s Board of Directors effective August 27th, 2012. Ms. Gabel had been Acting Chief Financial Officer (CFO) pending the appointment a permanent CFO. She has also resigned from that position and as Secretary to the Board.

Item 6. N/A

Item 7. Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8. Senior Officers

To obtain further information contact the President and Director, Douglas Kind at (604) 242-9000.

DATED this 27th of August, 2012

“Douglas KInd”

Douglas Kind,
President & CEO