

Form 51-102F3

Material Change Report

Item 1: Name and Address of Company

ETHOS CAPITAL CORP.
Suite 680-789 West Pender Street
Vancouver, British Columbia V6C 1H2

(the "Company")

Item 2 Date of Material Change

March 20, 2012

Item 3 News Release

The news release was disseminated on March 20, 2012 by Marketwire.

Item 4 Summary of Material Change

The Company consolidates its Yukon land holdings.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced it acquired an additional 266 claims in the Bridget-Betty area by staking. 55 of the newly staked claims are Tie-In Claims and have been added to the Betty Agreement under the tie-in provisions. 165 of the newly staked claims are Tie-In Claims and have been added to the Bridget Agreement under the tie-in provisions. 46 newly staked claims near the Betty Property are not contiguous and are owned 100% by Ethos.

The Company also announces that it has amended its 2011 option agreements with Shawn Ryan ("Ryan") and Wildwood Exploration Inc. ("Wildwood") relating to the Bridget Claims and the Hen Claims. A total of 1,633 claims have been removed from the Hen Agreement and added to the Bridget Agreement and a total of 476 former Hen Claims were determined not to be required for the Company's exploration objectives and were returned to the vendors.

The terms of the Bridget Agreement remain substantially unchanged (see March 2, 2011 News Release) except for an increase in the total share consideration required to maintain the option having increased by 600,000 over the life of the agreement. The revised claim package is now all covered under the Bridget Agreement and consequently the Hen Agreement has been terminated.

In effect, the Company now has the option to acquire 100% of the expanded Bridget claim group from Ryan and Wildwood by making remaining cash payments aggregating \$450,000, incurring remaining exploration expenditures aggregating \$2.3 million and issuing up to an additional 2.1 million shares, all staged over the remaining four years of the option term.

Gary Freeman, President and CEO of Ethos says "The net benefit to the Company and its shareholders, taking into account the changes to both the Hen and Bridget Agreements, includes the

net reduction of option maintenance obligations over the next four years totaling \$525,000 in cash payments, \$2,450,000 in exploration expenditures and 1,150,000 fewer shares to be issued."

Including the Company's Wolf and Betty option agreements with Ryan and Wildwood first announced in November 2010, the Company's total Yukon property position, including new staking, presently consists of 4,885 claims (102,000 hectares) in the highly prospective White Gold area, west-central Yukon.

Ethos' Yukon properties are summarized in the following table:

Claims	Hectares	Property
2,237	46,700	Betty
2,364	49,400	Bridget
238	4,950	Wolf
46	950	Betty WC
4,885	102,000	TOTALS

A claims map can be viewed on the Company's website.

About Ethos Capital Corp.

Ethos' principal asset is its substantial mineral land position totaling 1,020 square kilometers in the heart of the White Gold/Klondike gold district directly adjacent to Kaminak Gold Corporation's Coffee Gold Project and Western Copper Corporation's final feasibility stage Casino gold - copper project. Ethos has working capital of approximately \$14 million and is fully funded for 2012 to execute a planned \$7.3 million exploration program focused on the Betty Gold Property consisting of approximately 16,000 meters of drilling. Ethos currently has approximately 42.9 million shares issued and outstanding.

The technical information contained within this material change report has been reviewed and approved by Peter Tallman, P.Geo, Chief Operating Officer of Ethos Capital Corp. and Qualified Person as defined by National Instrument 43-101 policy.

Forward-Looking Statement Cautions:

This material change report contains certain "forward-looking statements" within the meaning of Canadian securities legislation relating to, among other things, the Company's 2012 exploration program. Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are statements that are not historical facts; they are generally, but not always, identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "aims," "potential," "goal," "objective," "prospective," and similar expressions, or that events or conditions "will," "would," "may," "can," "could" or "should" occur, or are those statements, which, by their nature, refer to future events. The Company cautions that Forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made and they involve a number of risks and uncertainties. Consequently, there can be no assurances that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Except to the extent required by applicable securities laws and the policies of the TSX Venture Exchange, the Company undertakes no obligation to update these forward-looking statements if management's beliefs, estimates or opinions, or other factors, should change. Factors that could cause future results to differ materially from those anticipated in these forward-looking statements include, possible, accidents and other risks associated with mineral exploration operations, the risk that

the Company will encounter unanticipated geological factors, the possibility that the Company may not be able to secure permitting and other governmental clearances necessary to carry out the Company's exploration plans, and the risk of political uncertainties and regulatory or legal changes that might interfere with the Company's business and prospects. The reader is urged to refer to the Company's reports, publicly available through the Canadian Securities Administrators' System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com for a more complete discussion of such risk factors and their potential effects.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Gary Freeman, President

Business Telephone: (604) 682-4750

Facsimile: (604) 669-0384

Item 9 Date of Report

March 20, 2012