FORM 51-102F3
Material Change Report

1. Name and Address of Company:

Amalfi Capital Corporation ("**Amalfi**") or (the "**Corporation**")
7015 Edgemont Drive N.W.
Calgary, Alberta T3A 2H9
(403) 585-0450

2. Date of Material Change(s):

April 29, 2008

3. News Release:

A news release was disseminated April 29, 2008, through the facilities of Marketwire.

4. Summary of Material Change(s):

The Corporation announced it has completed its initial public offering (the "**Offering**") raising gross proceeds of $900,000 pursuant to a prospectus dated March 17, 2008.

5. Full Description of Material Change:

Please refer to the attached news release.

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102 *Continuous Disclosure Obligations*:

Not Applicable

7. Omitted Information:

Not Applicable

8. Executive Officer Knowledgeable of Material Change:

S. Raymond Ludwig

9. Date of Report:

April 29, 2008

Amalfi Capital Corporation Announces Closing of Initial Public Offering

CALGARY, ALBERTA April 29, 2008. Amalfi Capital Corporation ("**Amalfi**" or the "**Corporation**") (TSX Venture: **ALI.P**) announces it has completed its initial public offering ("**Offering**") raising gross proceeds of $900,000, pursuant to a prospectus dated March 17, 2008. A total of 9,000,000 common shares in the capital of the Corporation (the "**Shares**") were subscribed for at a price of $0.10 per Common Share. Northern Securities Inc. ("**Northern**") acted as the agent for the Offering, which was fully subscribed. Northern received an administration fee, and a cash commission equal to 10% of the gross proceeds of the Offering as well as an option to purchase 900,000 Common Shares at a price of $0.10 for a period of two years.

The Corporation now has 11,600,000 Common Shares outstanding, with the directors and officers of Amalfi in aggregate, holding 2,600,000 Common Shares.

The Common Shares of Amalfi have been conditionally approved for listing on the TSX Venture Exchange and are expected to begin trading within the next two weeks under the stock symbol ALI.P.

ABOUT AMALFI

The Corporation is a capital pool company ("**CPC**") that has not commenced commercial operations and has no assets other than cash. Except as specifically contemplated in the CPC policy, until the completion of the qualifying transaction, the Corporation will not carry on business, other than the identification and evaluation of companies, business or assets with a view to completing a proposed qualifying transaction.

For further information, please contact:

S. Raymond Ludwig
President and Chief Executive Officer

Amalfi Capital Corporation

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

(Not for dissemination in the United States of America)