

BC FORM 51-102F3

MATERIAL CHANGE REPORT

UNDER SUBSECTION 7.1(1) OF NATIONAL INSTRUMENT 51-102

Item 1 Name and Address of Company

Accend Capital Corporation (the "Issuer")
1507 – 1030 West Georgia Street
Vancouver, BC V6E 2Y3

Item 2 Date of Material Change

February 21, 2017

Item 3 News Release

Date of dissemination – February 21, 2017
Method of dissemination - SEDAR, Stockwatch, Market News Publishing Inc.

Item 4 Summary of Material Change

The Issuer announced that Simon Clarke has been appointed to the board of directors.

Item 5 Full Description of Material Change

See attached news release dated February 21, 2017

Item 6 Reliance on Section 7.1(2) OR (3) Of National Instrument 51-102

The Company is not relying on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

There is no omitted information.

Item 8 Senior Officers

Andy Edelmeier, a director of the Company, is knowledgeable about the material change and this report. His business telephone no. is: (604) 897-8149.

Item 9 Dated the 21st day of February, 2017.

"Andy Edelmeier"
Andy Edelmeier, Director

**ACCEND CAPITAL CORPORATION
1507-1030 West Georgia St.,
Vancouver, B.C. V6E 2Y3**

News Release

Accend Capital Corporation announces the appointment of Simon Clarke to the Board of Directors

Vancouver, B.C. – February 21, 2017 - Accend Capital Corporation (ADP.H: NEX) (the “Company” or “Accend”) is pleased to announce that Simon Clarke has been appointed to the Company’s Board of Directors. Mr. Clarke has over 25 years of corporate finance and corporate development experience mainly focused on energy, resources and technology companies. He brings significant experience in building and growing businesses and implementing successful capital market strategies. Mr. Clarke has served as a director and Audit Committee Chair for a number of public and private companies.

Mr. Clarke qualified as a corporate and securities lawyer in 1990 and spent four years with City of London law firm Simmons & Simmons, including two years seconded to the London Stock Exchange. From 1994 - 2000, he was an investment banker in London first with West LB Panmure and, thereafter, with Williams de Broe Plc focused on small-mid cap companies. Since moving to North America in 2000 Simon has held a number of senior management and board of director roles.

Mr. Clarke served as the Executive Vice President of RailPower Technologies Corp., the hybrid locomotive company (from early 2002 – December 2005). At RailPower, Mr. Clarke was responsible for implementing the Company’s successful corporate development strategy which included raising approximately \$150 million over a 3-year period. Mr. Clarke was part of senior management and was also involved in the strategic direction of the Company.

Mr. Clarke was a Founder, director, Audit Committee Chair and the initial Vice President of Corporate Development for OSUM Oil Sands Corp, a Calgary-based oil sands company which achieved an equity value approaching \$2 billion and currently produces approximately 8,000 bbls of heavy oil from the Cold Lake region in Alberta. He remains a board observer and advisor to OSUM and is the one remaining founder with an ongoing role.

Mr. Clarke is an advisor to several public and private companies based in Western Canada and the United States and has provided capital markets, corporate and business development and business strategy advice to these companies.

Mr. Clarke holds an LLB & Diploma in Legal Practice from Aberdeen University in Scotland.

About the Company

Accend is a capital pool company listed on the NEX Board of the TSXV – the Company is presently reviewing potential qualifying transactions in a variety of industries.

ON BEHALF OF THE BOARD

**“Andy Edelmeier”
President and CEO**

For further information please contact Andy Edelmeier 604 897 8149 email: andy@bwestcapital.com

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