FORM 51-102 F3
MATERIAL CHANGE REPORT

1. **Name and Address of Company**

Drako Capital Corp. (the "**Corporation**")
c/o Centennial Place, East Tower
1900, 520 Third Avenue S.W.
Calgary, AB T2P OR3

2. **Date of Material Change**

The material change occurred September 29, 2010.

3. **News Release**

A news release was issued by the Corporation on September 29, 2010 through Marketwire.

4. **Summary of Material Change**

The Corporation announced the closing of a non-brokered private placement of 4,000,000 common shares in the capital of the Corporation at a price of $0.25 per share for gross proceeds of $1,000,000 (the "**Private Placement**").

5. **Full Description of Material Change**

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The Corporation announced that it has closed the Private Placement. The Corporation paid a finders fee in the amount of $50,000 to PI Financial Corp. representing 5% of the gross proceeds of the Private Placement.

The Corporation is a "capital pool company" and intends to use the net proceeds of the Private Placement to identify and evaluate assets or businesses for acquisition with a view to completing a "Qualifying Transaction" under the policies of the TSX Venture Exchange.

Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

7. **Omitted Information**

No information has been omitted.

8. **Executive Officer**

For further information, please contact Robert J. Dales, President and Chief Executive Officer of the Corporation at (403) 690-3884.

9. **Date of Report**

September 30, 2010

Forward-Looking Information Cautionary Statement

Certain statements contained in this material change report constitute forward-looking information. These statements relate to future events or the Corporation's future performance. The use of any of the words "*could*", "*expect*", "*believe*", "*will*", "*projected*", "*estimated*" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Corporation's current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. In particular, the Corporation's stated expectation as to the use of the net proceeds of the Private Placement is forward-looking information. Actual results and developments may differ materially from those contemplated by this forward-looking information. The Corporation disclaims any intention or obligation to publicly update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as may be expressly required by applicable securities laws.