FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Banyan Coast Capital Corp.
166 Cougarstone Crescent SW
Calgary, AB T3H 4Z5

2. Date of Material Change

January 25, 2011

3. News Release

A news release was disseminated through Marketwire on January 25, 2011.

4. Summary of Material Change

Banyan Coast Capital Corp. ("**Banyan**" or the "**Corporation**") announced that it has successfully completed its initial public offering.

5. Full Description of Material Change

Banyan announced that it has successfully completed its initial public offering ("**Offering**") raising gross proceeds of $300,000 pursuant to a prospectus dated November 23, 2010. An aggregate of 2,000,000 common shares in the capital of the Corporation (the "**Shares**") were subscribed for at a price of $0.15 per Share.

Mackie Research Capital Corporation (the "**Agent**") acted as the agent for the Offering. The Agent, and its designated sub-agents, received a cash commission equal to 10% of the gross proceeds of the Offering and an option to purchase 200,000 Shares at a price of $0.15 per Share for a period of 24 months from the date of listing of the Shares on the TSX Venture Exchange ("**Exchange**"). The Agent also received a corporate finance fee.

Banyan has received conditional listing approval from the Exchange for its Shares and expects that trading will commence on January 27, 2011 under the stock symbol BYN.P.

Banyan Board of Directors

The Board includes: Richmond Graham, President, Chief Executive Officer, Director, David M. Rutt, Chief Financial Officer, Corporate Secretary, Director, Mark Ayranto, Director and John Hilland, Director. The Banyan team has experience in resource development including mining & mineral exploration and oil & gas. On completing the Offering, Richmond Graham commented "The Board is pleased with the shareholder support through the Offering and we look forward to using our collective skill set to create value as we move Banyan forward".

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102.

7. Omitted Information

No information has been omitted on the basis that it is confidential information.

8. Executive Officer

For further information, please contact:

Richmond Graham, President & Chief Executive Officer or David Rutt, Chief Financial Officer and Corporate Secretary at 403-450-8450.

9. Date of Report

January 27, 2011