

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Canada Pacific Capital Corp.
95 Wellington Street West
Suite 1200
Toronto, Ontario M5J 2Z9

Item 2 Date of Material Change

March 13, 2012.

Item 3 News Release

The press release in the form of Schedule A attached hereto was disseminated via Marketwire on March 14, 2012.

Item 4 Summary of Material Change

Canada Pacific Capital Corp. (the "Corporation") (TSXV: CPR.P) has announced that Mr. Daniel Noone has resigned as a Director and a member of the Audit Committee of the Corporation to avoid potential conflicts with other business interests.

Item 5 Full Description of Material Change

See Schedule A attached.

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

This report is not being filed on a confidential basis.

Item 7 Omitted Information

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

Item 8 Executive Officer

Catherine Rong Lu
President and Chief Executive Officer
Phone: (416) 800-3668
Email: catherineronglu@gmail.com

Item 9 Date of Report

March 15, 2012.

Schedule A

TSXV: CPR.P

Canada Pacific Capital Corp. Announces Resignation of Daniel Noone from the Board of Directors

TORONTO, MARCH 14, 2012: Canada Pacific Capital Corp. (the “**Corporation**” or “**Canada Pacific**”) (TSXV: CPR.P) announces that Mr. Daniel Noone has resigned as a Director and a member of the Audit Committee of the Corporation to avoid potential conflicts with other business interests. The Board wishes to thank Mr. Noone for his contributions to the Corporation's development and wishes him every success in the future.

FOR FURTHER INFORMATION PLEASE CONTACT:

Catherine Rong Lu
President and CEO
Phone: (416) 800-3668
E-mail: catherineronglu@gmail.com

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