This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 51-102F3
(formerly Form 53-901F)

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

JDV Capital Corp.
Suite 2050 – 1055 West Georgia Street
PO Box. 11121
Vancouver, BC V6E 3P3

Item 2. Date of Material Change

April 5, 2013

Item 3. Press Release

Issued on April 5, 2013, at Vancouver, BC, Canada.

Item 4. Summary of Material Change

JDV Capital Corp. announces that it has terminated its letter of intent with 1623703 Alberta Inc.

Item 5. Full Description of Material Change

See attached press release.

Item 6. Reliance on Section 85(2) of the Act

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Hari Varshney
President
(604) 684-2181

Peeyush Varshney
Director
(604) 684-2181

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated this 5th Day of April, 2013.

"Hari Varshney"

Hari Varshney
Name

President & CEO
Position / Title

Vancouver, B.C.
Place of Declaration

JDV CAPITAL CORP.
Suite 2050-1055 West Georgia St.
P. O. Box 11121 – Royal Centre
Vancouver, BC V6E 3P3

NEWS RELEASE
TSX Venture Exchange
Trading Symbol: **JAI.P**

Termination of Qualifying Transaction with 1623703 Alberta Inc. ("1623703")

Vancouver, British Columbia, Canada –April 5, 2013 – JDV Capital Corp. (TSXV: JAI.P) ("JDV" or the "Company") announces that it has terminated its letter of intent with 1623703, a private real estate company based in Calgary, Alberta. The transaction to acquire 1623703 was initially announced on June 8, 2012, and was proposed as the Company's Qualifying Transaction as set forth in Policy 2.4 of the TSX Venture Exchange (the "Exchange").

The Company will continue to identify and evaluate businesses and assets with a view to completing a fresh Qualifying Transaction under the Exchange's capital pool policy.

The Company has working capital of approximately $114,000 as of its most recent month end.

Trading Resumption

In accordance with Exchange policies, JDV's common shares are currently halted from trading pending completion of the proposed Qualifying Transaction. The Company will make application to resume trading and expects to do so shortly.

The Exchange has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release.

On behalf of the Board of Directors
JDV CAPITAL CORP.

"Hari Varshney"

Hari Varshney, FCA
President & Director

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