88 CAPITAL CORP.

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

88 Capital Corp. (the "Issuer")
Suite 800 - 1199 West Hastings Street
Vancouver, British Columbia
V6E 3J5

Item 2: Date of Material Change

August 17, 2016

Item 3: News Release

A news release was issued and disseminated on August 17, 2016 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change(s)

The Issuer has closed the non-brokered private placement (the "Offering") previously announced on June 8, 2016, and August 12, 2016. Pursuant to the Offering, a total of 6,986,100 units (the "Units") were issued at a price of $0.08 per Unit for gross proceeds of $558,888. Each Unit consists of one common share and one half of one share purchase warrant ("Warrant"), each Warrant being exercisable to acquire one common share of the Issuer at a price of $0.25 for a period of 36 months following the closing date of the Placement.

The Issuer has paid a cash finder's fee of $12,320 and 154,000 finder's warrants exercisable at $0.25 per finder's warrant for 36 months following the close.

Item 5.1: Full Description of Material Change

See attached news release at Schedule "A" to this report.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7: Omitted Information

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

Item 8: Executive Officer

Elston Johnston
CEO

Item 9: Date of Report

August 29, 2016

SCHEDULE "A"

88 CAPITAL CORP.

SUITE 800 – 1199 WEST HASTINGS STREET
VANCOUVER BRITISH COLUMBIA
V6E 3T5

NEWS RELEASE

88 CAPITAL CORP. ANNOUNCES CLOSING OF PRIVATE PLACEMENT

Vancouver, B.C., **August 17, 2016** - 88 Capital Corp. (TSX.V: EEC) (the "Company") is pleased to announce that it has closed the non-brokered private placement (the "Offering") previously announced on June 8, 2016, and August 12, 2016. Pursuant to the Offering, a total of 6,986,100 units (the "Units") were issued at a price of $0.08 per Unit for gross proceeds of $558,888. Each Unit consists of one common share and one half of one share purchase warrant ("Warrant"), each Warrant being exercisable to acquire one common share of the Company at a price of $0.25 for a period of 36 months following the closing date of the Placement.

The Company will pay a cash finder's fee of $12,320 and 154,000 finder's warrants exercisable at $0.25 per finder's warrant for 36 months following the close. Securities issued pursuant to this private placement will be subject to a four-month hold period under applicable Canadian securities laws expiring December 18, 2016. The proceeds of this private placement will be used for general working capital. The Offering remains subject to final acceptance by the TSX Venture Exchange.

On behalf of the Board of Directors

88 CAPITAL CORP.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This News Release may contain forward-looking statements including, but not limited to, comments regarding the timing and content of upcoming work programs, geological interpretations, potential mineral recovery processes, etc. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statement.