

FORM 51-102F3

**MATERIAL CHANGE REPORT
PURSUANT TO SECTION 7 OF NATIONAL INSTRUMENT 51-102**

ITEM 1 **REPORTING ISSUER**

CIELO WASTE SOLUTIONS CORP.
8338-120th Street
Surrey, BC V3W 3N4

ITEM 2 **DATE OF MATERIAL CHANGE**

August 27, 2013

ITEM 3 **NEWS RELEASE**

News Release announcing the intended distribution filed on SEDAR on August 23, 2013, and disseminated through the news@stockwatch and news@baystreet newswire services.

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

August 2013 payment of \$250,000.00 Cdn to Blue Horizon Bio-Diesel pursuant to Agreement dated June 12, 2013.

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

See attached news release.

ITEM 6 **RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

N/A

ITEM 7 **OMITTED INFORMATION**

N/A

ITEM 8 **EXECUTIVE OFFICER**

Don Allan, Chief Executive Officer

ITEM 9 **DATE OF REPORT**

Dated at Surrey, B.C. this 27 day of August, 2013.



Not for dissemination in the US or to US wire services.

NEWS RELEASE

CIELO WASTE SOLUTIONS CORP. REMITS AUGUST PAYMENT

SURREY, British Columbia, Canada /August 23, 2013 / CNSX:CMC/ Cielo Waste Solutions Corp. ("Cielo" or the "Company") is pleased to announce that it will proceed to remit the August, 2013 payment to Blue Horizon Bio-Diesel Inc. ("BHBD") via the issuance of 1,000,000 common shares of its capital, with a deemed value of \$0.25 per share, in accordance with the agreement made June 12, 2013 whereby Cielo will acquire the assets of BHBD.

Further information regarding the Company can be found on SEDAR at www.SEDAR.com or by visiting our profile on www.CNSX.ca.

ON BEHALF OF THE BOARD

"Don Allan"

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Certain statements contained in this release may constitute "forward-looking statements" or "forward-looking information" (collectively "forward-looking information") as those terms are used in the Private Securities Litigation Reform Act of 1995 and similar Canadian laws. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated", "anticipates" 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 Company's current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. In particular, this release contains forward-looking information relating to the business of the Company, the Property, financing and certain corporate changes. The forward-looking information contained in this release is made as of the date hereof and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.

These securities have not and will not be registered under United States federal or state securities laws and may not be offered or sold in the United States or to a U.S. Person unless so registered, or an exemption from registration is relied upon. This news release does not constitute an offer of securities for sale in the United States. CNSX has not reviewed and does not accept responsibility for the adequacy or accuracy of the content of this news release

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