

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Carl Capital Corp. (the "Company")
Suite 700 - 510 West Hastings Street
Vancouver, BC V6B 1L8

Item 2 Date of Material Change

July 8, 2015

Item 3 News Release

The news release was disseminated through Marketwired on July 9, 2015.

Item 4 Summary of Material Change

On July 8, 2015, the Company closed a non-brokered private placement offering (the "Offering") pursuant to which it sold an aggregate of 440,000 common shares (each, a "Share"), at a price of \$0.25 per Share, for gross proceeds of \$110,000. The proceeds of the Offering will be used for general working capital.

No finder's fee was paid in connection with the Offering.

The securities issued under the Offering are subject to a statutory hold period expiring on November 9, 2015.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

A full description of the material changes are described in Item 4 above and in the attached News Release which has been filed on SEDAR.

5.2 Disclosure for Restructuring Transactions

N/A

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Greg Johnston, President and Chief Executive Officer, 604.209.0034

Item 9 Date of Report

July 13, 2015



CSE: CRL

CARL ANNOUNCES COMPLETION OF PRIVATE PLACEMENT

July 9, 2015 - Vancouver, British Columbia - Carl Capital Corp. ("Carl" or the "Company"), a developer of software as a service ("SaaS")-based solutions for data integration and business intelligence, announces that, further to its news release of July 7, 2015, it has closed a non-brokered private placement offering (the "Offering") pursuant to which it sold an aggregate of 440,000 common shares (each, a "Share"), at a price of \$0.25 per Share, for gross proceeds of \$110,000. The proceeds of the Offering will be used for general working capital.

No finder's fee was paid in connection with the Offering.

The securities issued under the Offering are subject to a statutory hold period expiring on November 10, 2015.

About Carl Capital Corp.

Carl is focused on providing next generation information collection, storage and analytics solutions for data-centric companies. Building on its first acquisition, Extend to Social Media Inc., a company with an application that allows clients to leverage their customers' social networks for referral marketing and analytics, Carl is enhancing the application to work with new cloud based mass storage services and analytics applications. Carl is creating a virtually unlimited data storage environment from which informative visual representations of data can be created. Carl's goal is to deliver a comprehensive data management solution for datasets of any size and complexity.

On behalf of the Board of Directors:

Greg Johnston
President, Chief Executive Officer
and Director

For further information please contact:

Mario Vetro
Matri Capital Corp.
Telephone: (778) 379-0275 Email: mario@carlsolutions.com

The Canadian Securities Exchange (operated by CNSX Markets Inc.) has neither approved nor disapproved of the contents of this press release.