

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Quinsam Capital Corporation
c/o Peterson Law Professional Corporation
390 Bay Street, Suite 806
Toronto, Ontario M5H 2Y2

Item 2 Date of Material Change

December 11, 2014

Item 3 News Release

The press release attached as Schedule A was released over Marketwire on December 11, 2014

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule A.

Item 5 Full Description of Material Change

On December 11, 2014, Quinsam Capital Corporation has completed a private placement of 2,630,000 common shares at \$0.15 per common share, for total gross proceeds of \$394,500.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Eric Szustak
President and Chief Executive Officer
Quinsam Capital Corporation
Tel: (905) 330-7948

Item 9 Date of Report

December 11, 2014

SCHEDULE "A"



Quinsam Capital Closes \$394,500 Non-Brokered Private Placement

NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

Toronto, Ontario - December 11, 2014 - Quinsam Capital Corporation (CSE: QCA) ("Quinsam" or the "Company") announces that it has closed the non-brokered private placement financing announced on November 17, 2014, for gross proceeds of \$394,500, through the sale of 2,630,000 common shares ("Shares") at a price of \$0.15 per share (the "Offering"). After closing of the Offering, Quinsam has a total of 26,857,660 Shares outstanding on a fully-diluted basis.

The proceeds of the Offering will be used to make strategic investments in emerging growth companies and for general working capital purposes.

"Market conditions have been very difficult in recent months" said Roger Dent, CEO of Quinsam. "While volatility is currently high, we are seeing many situations where securities appear to us to be mispriced by the market. We will deploy these funds into situations where we expect to see a so-called 'January effect'".

The Shares issued pursuant to the Offering will be subject to a statutory four month and one day hold period. In connection with the Offering, the Company paid a cash finder's fee to qualified arm's length persons in the amount of \$9,090.

This press release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities will not be registered under the United States Securities Act of 1933, as amended, (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to or for the account or benefit of a U.S. person (as defined in Regulation S under the U.S. Securities Act) unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

About Quinsam Capital Corporation

Quinsam is a merchant bank based in Canada. The business encompasses a range of activities including acquisitions, advisory services, lending activities and portfolio investments. Quinsam invests its capital in assets, companies or projects which it believes are undervalued and where there is a viable plan for unlocking shareholder value.

For further information please contact:

John Lewis, Business Development

(416) 523-7086

john@quinsamcapital.com

Eric Szustak, President

President

(905) 330-7948

eric@quinsamcapital.com

Roger Dent, CEO

(647) 993-5475

roger@quinsamcapital.com

THE CANADIAN SECURITIES EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THE CONTENT OF THIS PRESS RELEASE.

This press release contains certain statements that may be deemed “forward-looking statements”. Forward looking statements are statements that are not historical facts and are generally, but not always, identified by the words “expects”, “plans”, “anticipates”, “believes”, “intends”, “estimates”, “projects”, “potential” and similar expressions, or that events or conditions “will”, “would”, “may”, “could” or “should” occur. Specifically, forward looking statements in this press release include, without limitation, statements regarding the use of proceeds from the Offering. Although Quinsam believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in forward-looking statements. Forward-looking statements are based on the beliefs, estimates and opinions of management on the date the statements are made. Quinsam undertakes no obligation to update these forward-looking statements in the event that management’s beliefs, estimates or opinions, or other factors, should change, except as required by law.