

Form 51-102F3

Material Change Report

Item 1: Name and Address of Company

HUFFINGTON CAPITAL CORP. (the “Company”)
1740 – 1177 West Hastings Street
Vancouver, BC V6E 2K3

Item 2 Date of Material Change

March 29, 2019.

Item 3 News Release

A news release was disseminated on March 29, 2019, by way of Stockwatch and Market News Publishing Inc.

Item 4 Summary of Material Change

The Company closed its non-brokered private placement offering for gross proceeds of \$125,000, having issued 500,000 common shares in the capital of the Company at a price of \$0.25 per share.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company closed its non-brokered private placement offering. The offering consisted of 500,000 common shares at a price of \$0.25 per share for gross proceeds of \$125,000. The proceeds raised from this offering will be used by the Company for general corporate purposes.

In accordance with applicable securities legislation and the policies of the TSX Venture Exchange, all securities issued under the offering are subject to a hold period until July 30, 2019.

The Company is a capital pool company in accordance with TSX Venture Exchange Policy 2.4 and its principal business is the identification and evaluation of assets or businesses with a view to completing a Qualifying Transaction.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer who is knowledgeable about the material change and this Report

Steve Bajic, President, Chief Executive Officer and Director

Business Telephone: (604) 288-8906

E-mail: steve@orangecapital.ca

Item 9 Date of Report

March 29, 2019.