

FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

The full name of the Company and the address of its principal office in Canada is:

Pacific Wildcat Resource Corp.
208 – 478 Bernard Avenue
Kelowna, British Columbia, V1Y 6N7

Item 2 Date of Material Change

The date of the material change is September 8, 2009.

Item 3 News Release

The date of issuance of the news release was September 8, 2009.

The news release was disseminated via SEDAR to the securities commissions in British Columbia and Alberta, to the TSX Venture Exchange and through Stockwatch and Market News.

Item 4 Summary of Material Change

Pacific Wildcat Resources Corp. further to the closing of the Company's RTO transaction as described in its news release of August 7, 2009, the Company has granted effective August 7, 2009, 2,350,000 stock options at a price of \$0.12 to directors, officers and consultants as described in the Company's information circular dated for reference May 15, 2009 and filed on www.sedar.com.

The options have been granted in accordance with the terms of the Company's 10% rolling option plan approved at its meeting of shareholders held on June 22, 2009.

Item 5 Full Description of Material Change

Pacific Wildcat Resources Corp. further to the closing of the Company's RTO transaction as described in its news release of August 7, 2009, the Company has granted effective August 7, 2009, 2,350,000 stock options at a price of \$0.12 to directors, officers and consultants as described in the Company's information circular dated for reference May 15, 2009 and filed on www.sedar.com.

The options have been granted in accordance with the terms of the Company's 10% rolling option plan approved at its meeting of shareholders held on June 22, 2009.

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

Not applicable.

Item 7 Omitted Information

No information has been omitted in this report.

Item 8 Executive Officer

The name and business telephone number of an executive officer of the Company who is knowledgeable about the material change and the Report or the name of an officer through whom such executive officer may be contacted is as follows:

Name: Terese Gieselman, Chief Financial Officer
Bus. Tel: (250) 860-2950

Item 9 Date of Report

Dated at Vancouver, British Columbia, this 9th day of September, 2009.