FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Alexander Energy Ltd. (the "**Company**")
1540, 521-3rd Avenue S.W.
Calgary, Alberta T2P 3T3

2. Date of Material Change

September 13, 2013.

3. News Release

A press release was disseminated on September 13, 2013 via Marketwired.

4. Summary of Material Change

The Company announces closing of private placement of Common Shares.

5. Full Description of Material Change

5.1 - Full Description of Material Change

The Company announced today that it has completed the previously announced non-brokered private placement offering of common shares, subject to TSX Venture Exchange final approval. The Corporation issued 8,666,667 at a price of $0.15 per share, for gross proceeds of $1,300,000. The common shares issued in connection with the private placement are subject to a hold period that expires on January 14, 2014. The net proceeds from the offering will be used for general working capital purposes.

Daniel Wilson, the Chief Executive Officer and a director of Alexander, subscribed for 2,000,000 common shares, Ronald Peshke the Chief Operating Officer of Alexander, subscribed for 2,000,000 common shares and Hugh Thomson, the VP Finance and Chief Financial Officer of Alexander, subscribed for 666,667 common shares under the private placement. In addition, William MacDonald, James Sanden and Doran Flock, directors of Alexander, subscribed for 1,333,333 common shares, 666,667 common shares and 500,000 common shares, respectively, and Ike Kolias, a 10% shareholder of Alexander, subscribed for 1,500,000 common shares under the private placement. Alexander has determined that exemptions from the various requirements of the TSX Venture Exchange Policy 5.9 and Multilateral Instrument 61-101 are available for the issuance of the common shares (Formal Valuation - Issuer Not Listed on Specified Markets; Minority Approval - Fair Market Value Not More Than 25% of Market Capitalization). No new insiders were created, nor has any change of control occurred, as a result of this private placement. No finder's fees were paid on the proceeds of the closing.

Mr. Ike Kolias acquired 1,500,000 common shares under the private placement and upon completion of the private placement, Mr. Kolias will own or control 8,177,000 common shares or approximately 11.53% of the total issued and outstanding common shares of Alexander. The purchase of the shares by Mr. Kolias was made for investment purposes. Mr. Kolias may increase or decrease his investment in Alexander depending on market conditions or any other relevant factors.

Forward-Looking Statements: *This material change report may contain certain forward-looking information. All statements included herein, other than statements of historical fact, is forward-looking information and such information involves various risks and uncertainties. There can be no assurance that such information will prove to be accurate, and actual results and future events could differ materially from those anticipated in such information. A description of assumptions used to develop such forward-looking information and a description of risk factors that may cause actual results to differ materially from forward-looking information can be found in the company's disclosure documents on the SEDAR website at www.sedar.com. The company does not undertake to update any forward-looking information except in accordance with applicable securities laws.*

5.2 - Disclosure for Restructuring Transactions

Not Applicable.

6. Reliance on Section 7.1(2) of National Instrument 51-102

Not Applicable.

7. Omitted Information

Not Applicable.

8. Executive Officer

For further information, please contact:

Daniel Wilson, CEO
Alexander Energy Ltd.
Telephone: (403) 523-2504
Mobile: (403) 874-9862
Facsimile: (403) 264-1348
E-mail: dwilson@alexanderenergy.ca

9. Date of Report

September 13, 2013.