FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Corporation:

Crown Point Energy Inc. ("**Crown Point**" or the "**Corporation**")
1600, 700 6th Avenue SW
Calgary, Alberta T2P 0T8

2. Date of Material Change:

July 7, 2014

3. News Release:

A press release was issued on July 7, 2014 by, or on behalf of, Crown Point and disseminated through Marketwired.

4. Summary of Material Change:

On July 7, 2014, Crown Point announced the completion of the sale of its 50% interest in the El Valle Exploitation Concession ("**El Valle**") for consideration of approximately US$525,000 to its former joint interest participants in El Valle.

5. Full Description of Material Change:

On July 7, 2014, Crown Point announced the completion of the sale of its 50% interest in El Valle for consideration of approximately US$525,000 to its former joint interest participants in El Valle. The purchase price will be paid in 20 equal monthly installments commencing in August 2014. This sale is part of an ongoing effort to focus human and capital resources on areas that the Corporation believes will provide the greatest return for our shareholders and drive growth in the future.

In the first quarter of 2014, El Valle working interest production volumes averaged 153 bopd, or 10.9% of Crown Point's average daily production volumes on a boe/d basis. For the months of April and May, average daily oil production volumes at El Valle had declined to approximately 120 bopd. El Valle has continued to experience higher than predicted production declines and increasing costs of operation which were increasingly deteriorating El Valle's financial performance. In addition, Crown Point was engaged in various disputes with its working interest partners at El Valle, some of which had become the subject of formal arbitration proceedings. As part of the sale, all arbitration proceedings have been discontinued and the parties have released one another from all claims.

Crown Point and its joint venture participants had restricted capital expenditures at El Valle due to the rising costs of operation and the lack of economic exploration and development opportunities present on the concession. As part of the sale agreement the purchasers have assumed Crown Point's US$13 million of net future capital commitments in respect of El Valle.

In the first quarter of 2014, revenues from El Valle totaled US$999,632 or 22% of Crown Point's total revenues for the quarter (year ended December 31, 2013 – US$6,029,997 or 28%) and operating netbacks from El Valle totaled US$362,838 or 18% of Crown Point's total operating netbacks for the quarter (year ended December 31, 2013 – US$1,909,179 or 21%).

Crown Point's independent reserves report dated effective December 31, 2013 (the "**Reserves Report**") assigned El Valle: gross proved developed producing reserves of 90.2 Mboe (5% of Crown Point's gross proved developed producing reserves); total gross proved reserves of 289.8 Mboe (8% of Crown Point's total gross proved reserves); and total gross proved plus probable reserves of 777.2 Mboe (13% of Crown

Point's total gross proved plus probable reserves). The Reserves Report assigned El Valle a net present value of future net revenue (before income taxes and discounted at 15%) ("**NPV**") of: US$0.4 million on a proved developed producing basis (4% of Crown Point's proved developed producing NPV); US$3.2 million on a total proved basis (16% of Crown Point's total proved NPV); and US$10.9 million on a total proved plus probable basis (25% of Crown Point's total proved plus probable NPV).

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

N/A

7. Omitted Information:

N/A

8. Executive Officer:

For further information, please contact

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President & CEO
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Arthur J.G. Madden
Vice-President & CFO
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Brian J. Moss
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9. Date of Report:

July 7, 2014

Advisory

Certain Oil and Gas Disclosures: Barrels of oil equivalent (boe) may be misleading, particularly if used in isolation. A boe conversion ratio of six thousand cubic feet (6 Mcf) to one barrel (1 bbl) is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead. In addition, given that the value ratio based on the current price of crude oil in Argentina as compared to the current price of natural gas in Argentina is significantly different from the energy equivalency of 6:1, utilizing a conversion on a 6:1 basis may be misleading as an indication of value. "boe/d" means barrels of oil equivalent per day. "Mboe" means thousands of barrels of oil equivalent. "bopd" means barrels of oil per day. "Mcf" means thousand cubic feet.

Non-IFRS Measures: This material change report discloses "operating netbacks", which does not have a standardized meaning under International Financial Reporting Standards ("IFRS") and as such may not be comparable with the calculation of similar measures used by other entities. Operating netbacks are calculated on a per unit basis as oil, natural gas and natural gas liquids revenues less royalties, transportation and operating costs. Management believes this measure is a useful supplemental measures of the Corporation's profitability relative to commodity prices. See "Non-IFRS Measures" in the Corporation's most recent management's discussion and analysis, which may be accessed through the SEDAR website (www.sedar.com).

Forward Looking Information: Certain information set forth in this document, including: the Corporation's intent to focus on oil and gas development in the Austral and Neuquén Basins of Argentina and the Corporation's belief that the focus on these areas will provide the greatest return for our shareholders and drive growth in the future; is considered forward-looking information, and necessarily involve risks and uncertainties, certain of which are beyond Crown Point's control. Such risks include but are not limited to: risks associated with oil and gas exploration, development, exploitation, production, marketing and transportation; risks associated with operating in Argentina, including risks of changing government regulations (including the adoption of, amendments to, or the cancellation of government incentive programs or other laws and regulations relating to commodity prices, taxation, currency controls and export restrictions, in each case that may adversely impact Crown Point), expropriation/nationalization of assets, price controls on commodity prices, inability to enforce contracts in certain circumstances, the potential for a sovereign debt default or a hyperinflationary economic environment, and other economic and political risks; loss of markets and other economic and industry conditions; volatility of commodity prices; currency fluctuations; imprecision of reserve estimates; environmental risks; competition from other producers; inability to retain drilling services; incorrect assessment of value of acquisitions and failure to realize the benefits therefrom; delays resulting from or inability to obtain required regulatory approvals; the lack of availability of qualified personnel or management; stock market volatility and ability to access sufficient capital from internal and external sources; and economic or industry condition changes. Actual results, performance or achievements could differ materially from those expressed in, or implied by, the forward-looking information and, accordingly, no assurance can be given that any events anticipated by the forward-looking information will transpire or occur, or if any of them do so, what benefits that Crown Point will derive therefrom. With respect to forward-looking information contained herein, the Corporation has made assumptions regarding: the impact of increasing competition; the general stability of the economic and political environment in Argentina; the timely receipt of any required regulatory approvals; the ability of the Corporation to obtain qualified staff, equipment and services in a timely and cost efficient manner; drilling results; the costs of obtaining equipment and personnel to complete the Corporation's capital expenditure program; the ability of the operator of the projects which the Corporation has an interest in to operate the field in a safe, efficient and effective manner; the ability of the Corporation to obtain financing on acceptable terms when and if needed; field production rates and decline rates; the ability to replace and expand oil and natural gas reserves through acquisition, development and exploration activities; the timing and costs of pipeline, storage and facility construction and expansion and the ability of the Corporation to secure adequate product transportation; future oil and natural gas prices; currency, exchange and interest rates; the regulatory framework regarding royalties, commodity price controls, import/export matters, taxes and environmental matters in Argentina; and the ability of the Corporation to successfully market its oil and natural gas products. Additional information on these and other factors that could affect Crown Point are included in reports on file with Canadian securities regulatory authorities, including under the heading "Risk Factors" in the Corporation's annual information form, and may be accessed through the SEDAR website (www.sedar.com). Furthermore, the forward-looking information contained in this document are made as of the date of this document, and Crown Point does not undertake any obligation to update publicly or to revise any of the included forward looking information, whether as a result of new information, future events or otherwise, except as may be expressly required by applicable securities law.