51-102F3
MATERIAL CHANGE REPORT [F]

Item 1 Name and Address of Company

Strikewell Energy Corp. (the **"Company"**)
RPO Box 60610 Granville Park
Vancouver, BC V6H 4B9

Item 2 Date of Material Change

June 30, 2015

Item 3 News Release

The news release was disseminated on July 3, 2015 by Canada Stockwatch and Market News.

Item 4 Summary of Material Change

On June 30, 2015, the Company's wholly owned subsidiary, Strikewell Capital Corp. entered into an agreement of purchase and sale with Mr. John Hislop, pursuant to which, Strikewell Capital Corp. has agreed to purchase an 80% working interest in the Garrington property in exchange for the issuance by Strikewell Capital Corp. to Mr. Hislop of a promissory note in the amount of $1,000,000.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On June 30, 2015, the Company's wholly owned subsidiary, Strikewell Capital Corp. (**"Strikewell Capital"**) entered into an agreement of purchase and sale (the **"Agreement"**) with Mr. John Hislop. Pursuant to the Agreement, Strikewell Capital has agreed to purchase an 80% working interest in the Garrington property (the **"Garrington Property"**), encompassing an area of 640 acres with one producing Pekisko oil well, the Garrington 06-06-035-02W5 for a purchase price of $1,000,000 (the **"Transaction"**). The purchase price will be paid and satisfied at the closing of the Transaction, by way of issuance by Strikewell Capital to Mr. John Hislop of a promissory note in the amount of $1,000,000 (the **"Promissory Note"**). The Promissory Note will be due on the seventh anniversary of the closing of the Transaction and will bear interest at a rate of 15% per annum. Strikewell Capital may prepay the Promissory Note without penalty. Upon completion of the Transaction, Strikewell Capital will own a 90% working interest in the Garrington Property.

The closing of the Transaction is subject to certain conditions including but not limited to, the receipt of applicable regulatory approvals including approval of the TSX Venture Exchange and shareholder approval.

Mr. John Hislop owns 4,230,769 common shares of the Company, representing 49.04% of the issued and outstanding common shares of the Company. In addition, Mr. John Hislop is a brother of Mr. David Hislop, President, Chief Executive Officer and director of the Company, but Mr. David Hislop informed the other directors of the Company that he has no material interest in the Agreement or the Transactions contemplated under the Agreement.

The Transaction constitutes a "related party transaction" under Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* (**"MI 61-101"**). The Company is exempt from the formal valuation requirements of MI 61-101 as the Company is not listed on the specified markets. However, the Company is not exempt from the minority shareholder approval requirements of MI 61-101.

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

None

Item 8 Executive Officer

David Hislop
President
(604) 331-3395

Item 9 Date of Report

July 6, 2015