

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Sunset Pacific Petroleum Ltd.
Suite 704 – 938 Howe Street
Vancouver, BC V 6Z 1N9

Phone: 604.710.1860 Fax: 888.731.8196

Item 2. Date of Material Change

July 31, 2014

Item 3. News Release

A News Release dated and issued July 31, 2014 at Vancouver, British Columbia, through Canada Stockwatch, Market News and SEDAR.

Item 4. Summary of Material Change

The Company announces closing of private placement.

Item 5. Full Description of Material Change

See news release, a copy of which is attached hereto.

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

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

Albert Raponi, CEO
Telephone: 604.710.1860

Item 9. Date of Report

August 1, 2014

SUNSET PACIFIC PETROLEUM LTD.

Suite 704 – 938 Howe Street

Vancouver, BC V6Z 1N9

Tel: (604) 685-0466

NEWS RELEASE

SUNSET CLOSES NON-BROKERED PRIVATE PLACEMENT

Vancouver, BC- July 31, 2014 –Sunset Pacific Petroleum Ltd. (the “Company”) (TSX-V: SPK) is pleased to announce that further to its news release of June 17, 2014, the Company has completed its non-brokered private placement and has issued an aggregate of 2,666,666 units of the Company for gross proceeds of \$400,000. The proceeds of this financing will be used for general working capital.

All securities issued pursuant to this financing are subject to a Canadian hold period expiring November 30, 2014.

ON BEHALF OF THE BOARD

“Albert Raponi”

Albert Raponi
CEO and Director

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