

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Name and Address of Company

1. Tanager Energy Inc. (“**Tanager**” or the “**Corporation**”)
3056 - 40 Ave. S.
Lethbridge, Alberta T1K 6Z9

Date of Material Change

2. May 3, 2016

News Release

3. A press release was disseminated on May 3, 2016 via Marketwired.

Summary of Material Change

4. Tanager closes CDN\$1,198,330 Convertible Debenture Private Placement.

Full Description of Material Change

5. **5.1 Full Description of Material Change**

Tanager has completed the closing of the previously announced non-brokered private placement offering (the “**Debenture Offering**”) of 10% secured convertible debentures in the principal amount of CDN\$1,198,330. The debentures bear interest at a rate of ten percent (10%) per annum, calculated and payable monthly and mature on May 3, 2017. The debentures are secured against all of the real and personal property of the Corporation with the principal convertible at the holder’s option at any time prior to maturity into common shares of the Corporation at a conversion price of CDN\$0.07 per common share. All securities issued in connection with the Debenture Offering are subject to a hold period that expires on September 4, 2016.

The net proceeds from the Debenture Offering will be used as follows: approximately CDN\$160,000 for the installation of an artificial lift on the Corporation’s current Joffre well, which work the Corporation expects will be started this week; approximately CDN\$675,000 for the deposit and anticipated transaction costs for the proposed acquisition of working interest in oil and gas properties in Texas (the “**Proposed Transaction**”), as described in the Corporation’s news release dated April 27, 2016; and the balance of the gross proceeds to pay costs of the Debenture Offering, retire outstanding liabilities and to replenish working capital.

Forward-Looking Information: This material change report contains “forward-looking information” within the meaning of applicable Canadian securities legislation. All statements, other than statements of historical fact, included herein are forward-looking information. Generally, forward-looking information may be identified by the use of forward-looking terminology such as “plans”, “ expects” or “does not expect”, “proposed”, “is expected”, “budgets”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases, or by the use of words or phrases which state that certain actions, events or results may, could, would, or might occur or be achieved. In particular, this news release contains forward-looking information regarding: the offering of debentures; the use of proceeds of the offering; the amendment to the loan; the Proposed Transaction and completion of the Proposed Transaction. There can be no assurance that such forward-looking information will prove to be accurate, and actual results and future events could differ materially from those anticipated in such forward-looking information. This forward-looking information reflects Tanager’s current beliefs and is based on information currently available to Tanager and on assumptions Tanager believes are reasonable. These assumptions include, but are not limited to: TSXV acceptance of the debenture offering, the amendment to the loan and the Proposed Transaction; satisfaction of the conditions to the completion of the Proposed Transaction; market acceptance and approvals, including TSXV acceptance; and the anticipated closing date for the debenture offering and the Proposed Acquisition. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Tanager

to be materially different from those expressed or implied by such forward-looking information. Such risks and other factors may include, but are not limited to: general business, economic, competitive, political and social uncertainties; general capital market conditions and market prices for securities; delay or failure to receive board or regulatory approvals; the actual results of future operations; competition; changes in legislation, including environmental legislation, affecting Tanager; the timing and availability of external financing on acceptable terms; and lack of qualified, skilled labour or loss of key individuals. A description of additional assumptions used to develop such forward-looking information and a description of additional risk factors that may cause actual results to differ materially from forward-looking information can be found in Tanager's disclosure documents on the SEDAR website at www.sedar.com. Although Tanager has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. Readers are cautioned that the foregoing list of factors is not exhaustive. Readers are further cautioned not to place undue reliance on forward-looking information as there can be no assurance that the plans, intentions or expectations upon which they are placed will occur. Forward-looking information contained in this news release is expressly qualified by this cautionary statement. The forward-looking information contained in this news release represents the expectations of Tanager as of the date of this news release and, accordingly, is subject to change after such date. However, Tanager expressly disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities law.

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

The name and business number of the executive officer of the Corporation who is knowledgeable about the material change and this report is:

John Squarek, President and CEO

Phone: 403 388-0969

E-mail: john@tanagerenergy.com

9. Date of Report

May 3, 2016