

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

**Item 1 Name and Address of Company**

Oracle Energy Corp. (the “**Company**”)  
Suite 318 – 1008 Homer Street  
Vancouver, British Columbia V6B 2X1

**Item 2 Date of Material Change**

November 28, 2012

**Item 3 News Release**

The news release was disseminated on November 28, 2012 through Newswire.

**Item 4 Summary of Material Change**

The Company announced that it has finalized the sale of its interest in a Romanian oil and gas concession to Amromco Energy LLC (“**Amromco**”). Amromco, Oracle’s Romanian project joint venture partner, has purchased the Company’s 8.78% undivided interest in a concession agreement covering the Nadlac and Bordei Verde Vest blocks, onshore Romania. The sale of this asset constitutes a disposition of substantially all of the assets of the Company.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

The Company announced that it has finalized the sale of its interest in a Romanian oil and gas concession to Amromco. Amromco, Oracle’s Romanian project joint venture partner, has purchased the Company’s 8.78% undivided interest in a concession agreement covering the Nadlac and Bordei Verde Vest blocks, onshore Romania.

Pursuant to the definitive sales agreement dated April 18, 2012 between the Company and Amromco, Amromco paid Oracle a purchase price of USD\$400,000 (which represents the return of the USD\$50,000 security deposit previously paid by the Company in connection with this asset plus an additional USD\$350,000 cash consideration). The agreement has been approved by the National Agency for Mineral Resources (Romania), the shareholders of the Company and the TSX Venture Exchange (the “**Exchange**”).

The sale of this asset constitutes a disposition of substantially all of the assets of the Company.

Following completion of the sale of this asset, the Company no longer has any interest in any petroleum exploration projects; however, management of the Company is committed to acquiring suitable business opportunities for the Company in the natural resource sector outside of Canada that management believes will provide an opportunity for the Company’s long term growth and success. The Company intends to redeploy its capital and resources towards the acquisition of an international petroleum project in which the Company would have a controlling interest and which the Company anticipates would have a positive impact on the future value of the

Company. The Company has not entered into any agreements and the Company may be unsuccessful in its efforts to locate a new project.

Following the sale of this asset and until such time as the Company acquires an interest in another asset, the Company's ability to meet Exchange continued listing requirements for Tier 2 issuers with respect to assets and operations may be jeopardized. Pursuant to Exchange Policy 2.5, if the Company fails to meet one of the Tier 2 continued listing requirements, the Exchange will provide notice of such failure to the Company and the Company will have six months from the date of such notice to meet the requirement. If after that six-month period the Company does not meet all Tier 2 continued listing requirements, the Exchange may either, at its discretion, suspend and delist the common shares of the Company or transfer their listing to NEX. If the Company is unable to meet more than one Tier 2 continued listing requirement, the Exchange will provide notice of such failure to the Company and the Company will have ninety days from the date of such notice to meet the requirements. If after the ninety day period the Company does not meet all Tier 2 continued listing requirements, the Exchange may either, at its discretion, suspend and delist the common shares of the Company or transfer their listing to NEX. Pursuant to Exchange Policy 2.5, the Exchange may suspend and delist the common shares of the Company or transfer their listing to NEX without the ninety day notice period in circumstances which the Exchange deems appropriate, including where an issuer has disposed of all or substantially all of its assets.

*5.2 Disclosure for Restructuring Transactions*

N/A

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

N/A

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Nasim Tyab  
Chief Executive Officer  
(604) 558-0976

**Item 9 Date of Report**

November 29, 2012