

FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 — Name and Address of Company

Stroud Resources Ltd. (the “Company”)
1090 Don Mills Road
Suite 404
Toronto, Ontario
M3C 5R6

ITEM 2 — Date of Material Change

July 22, 2019.

ITEM 3 — News Release

A press release was disseminated on July 22, 2019 through the facilities of Globe Newswire and subsequently filed on SEDAR. A copy of this press release is attached hereto as Schedule “A”.

ITEM 4 — Summary of Material Change

The Company has terminated its relationship with Thomas A. Smeenck. Dr. Scott Jobin-Bevans has been appointed interim Chief Executive Officer of the Company.

ITEM 5 — Full Description of Material Change

Please refer to Schedule “A”.

ITEM 6 — Reliance on Section 7.1(2) or (3) of National Instrument 51-102 of the Act

N/A

ITEM 7 — Omitted Information

N/A

ITEM 8 — Executive Officer

Mirsad Jakubovic, Chief Financial Officer
416-888-8731

ITEM 9 — Date of Report

July 29, 2019

Stroud Appoints Dr. Scott Jobin-Bevans Interim CEO

TORONTO, July 22, 2019 -- Stroud Resources Ltd. (TSXV: SDR) ("Stroud" or the "Company") announces the termination of its relationship with Mr. Thomas A. Smeenck effective immediately. Mr. Scott Jobin-Bevans has been appointed Interim Chief Executive Officer of the Company.

"On behalf of the Board of Directors, we would like to thank Mr. Smeenck for his time spent with Stroud. We are continuing to look for a CEO to manage the day-to-day operations of Stroud but we are delighted that Dr. Jobin-Bevans is able to assist while our search continues for our new CEO," said Howard Atkinson, Chairman, Stroud Resources Ltd.

About Stroud Resources Ltd.

Stroud Resources Ltd. is focused on the development of its 39-million-ounce silver-gold epithermal property located 90 kilometres northwest of Guadalajara, Mexico. The Company owns a 100% interest in the Santo Domingo Silver-Gold Project, subject to an NSR capped at USD \$3.25 million. Discovered and mined by the Spaniards since the 1600's, the Santo Domingo deposit is located in a rich mining area that includes the Cinco Minas and San Pedro de Analco mines.

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For more information:

Mirsad Jakubovic

CFO and Director

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