

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Wildcat Exploration Ltd. (the “**Company**”)
Suite 450 – 789 West Pender Street,
Vancouver, BC V6C 1H2

Item 2 Date of Material Change

February 22, 2016

Item 3 News Release

The Company’s news release was disseminated through the facilities of The NewsWire on February 22, 2016.

Item 4 Summary of Material Change

The Company has complete its non-brokered private placement financing of units fro

Item 5 Full Description of Material Change

The Company has closed the non-brokered Private Placement (the “**Private Placement**”) of 15,000,000 units of the Company (the “**Units**”) at a price of \$0.035 per Unit for gross proceeds of \$525,000. Each unit is comprised of one common share of the Company (each, a “**Share**”) and one share purchase warrant exercisable for one additional Share at a price of \$0.05 for a period of two years.

In connection with the Private Placement, the Company paid a finder’s fee comprised of 1,500,000 shares and 750,000 non-transferable share purchase warrants exercisable at a price of \$0.05 for a period of two years.

Proceeds from the Private Placement will be used for property exploration, project development, review of new projects and for general working capital.

All of the securities issued pursuant to the Private Placement are subject to a four month hold expiring June 23, 2016.

Item 6 Reliance on Confidential Filing Provisions:

Not Applicable

Item 7 Omitted Information

Not Applicable

Item 8 Executive Officer

The following executive officer of the Company is knowledgeable about the material change and this report and may be contacted by any of the securities commissions respecting the material change and this report.

John Knowles, President and CEO
Telephone: (204) 294-2334

Item 9 Date of Report

DATED: March 24, 2016