FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Saint Jean Carbon Inc. ("Saint Jean" or the "Company")
Suite 1000, 888 – 3rd Street S.W.
Calgary, Alberta T2P 5C5

Item 2. Date of Material Change

October 28, 2016

Item 3. News Release

A press release reporting the material change, a copy of which is attached, was issued by the Company on October 28, 2016 and disseminated in Canada through the facilities of Marketwire.

Item 4. Summary of Material Change

Saint Jean Carbon closes previously announced Whabouchi Lithium Mining Claims and amends Quartz agreement

October 28, 2016, Oakville, Ontario, Canada – Saint Jean Carbon Inc. ("Saint Jean" or the "Company") (TSX-V: SJL), a carbon science company engaged in the exploration of natural graphite properties and related carbon products, is pleased to announce that the Company has received TSX.V approval and has closed the transaction for the additional 27 lithium claims in South Wabouchi which was news released on September 30, 2016. The claims are contiguous with the Whabouchi Lithium Project the Company acquired in August 2016.

The terms of the purchase of the 27 mineral licenses required a one-time issuance of 1,000,000 common shares of the capital stock of the Company to the vendors.

Item 5. Full Description of Material Change

The full details of the material change are more fully described in the attached press release.

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

Not Applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Barry Pearson
Chief Financial Officer.
Telephone No. (403) 444-6888

Item 9. Date of Report

November 02, 2016

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The Company has also amended the terms for the non binding and non-arm's length agreement to acquire the past producing Glen Almond quartz mine in Quebec which was announced November 26, 2015. The amended agreement calls for a one-time issuance of 500,000 shares in the capital stock of the Company at closing. This is down from the 1,500,000 shares and $10,000 announced previously.

About Saint Jean Carbon
Saint Jean is a publicly traded carbon science company, with interest in graphite mining claims in the province of Quebec in Canada. For the latest information on Saint Jean's properties and news please refer to the website: http://www.saintjeancarbon.com/

On behalf of the Board of Directors
Saint Jean Carbon Inc.
Paul Ogilvie, CEO and Director

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Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

FORWARD LOOKING STATEMENTS: *This news release contains forward-looking statements, within the meaning of applicable securities legislation, concerning Saint Jean's business and affairs. In certain cases, forward-looking statements can be identified by the use of words such as ''plans'', ''expects'' or ''does not expect'', "intends" ''budget'', ''scheduled'', ''estimates'', "forecasts'', ''intends'', ''anticipates'' or variations of such words and phrases or state that certain actions, events or results ''may'', ''could'', ''would'', ''might'' or ''will be taken'', ''occur'' or ''be achieved''.*

These forward-looking statements are based on current expectations, and are naturally subject to uncertainty and changes in circumstances that may cause actual results to differ materially. The forward-looking statements in this news *release assume, inter alia, that the conditions for completion of the Transaction, including regulatory and shareholder approvals, if necessary, will be met.*

Although Saint Jean believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that these expectations will prove to be correct.

Statements of past performance should not be construed as an indication of future performance. Forward-looking statements involve significant risks and uncertainties, should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of whether or not such results will be achieved. A number of factors, including those discussed above, could cause actual results to differ materially from the results discussed in the forward-looking statements. Any such forward-looking statements are expressly qualified in their entirety by this cautionary statement.

All of the forward-looking statements made in this press release are qualified by these cautionary statements. Readers are cautioned not to place undue reliance on such forward-looking statements. Forward-looking information is provided as of the date of this press release, and Saint Jean assumes no obligation to update or revise them to reflect new events or circumstances, except as may be required under applicable securities laws.