

ORCA EXPLORATION GROUP INC.
FORM 51-102F3
MATERIAL CHANGE REPORT

1. NAME AND ADDRESS OF COMPANY

Orca Exploration Group Inc. ("Orca" or the "Company")
P.O. Box 3152 Road Town
Tortola
British Virgin Islands

2. DATE OF MATERIAL CHANGE

July 9, 2018

3. NEWS RELEASE

A news release setting out information concerning the material change described in this report was issued by the Company on July 9, 2018 and disseminated through the facilities of Globe Newswire, and would have been received by the securities commissions where the Company is a reporting issuer in the normal course of dissemination.

4. SUMMARY OF MATERIAL CHANGE

On July 9, 2018, Orca announced that W. David Lyons was stepping back as CEO and that Alan Knowles would be resigning from Orca's board of directors and acting as Interim CEO.

5. FULL DESCRIPTION OF MATERIAL CHANGE

5.1 FULL DESCRIPTION OF MATERIAL CHANGE

On July 9, 2018, Orca announced that W. David Lyons had decided to step back as CEO for personal health reasons but would continue on in his capacity as Chair of the Board. At Mr. Lyons' request, Alan Knowles agreed to act as Interim CEO and to avoid conflicts of interest Mr. Knowles agreed to step down as the Chair of the audit committee and as a board member.

5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS

Not applicable.

6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

7. OMITTED INFORMATION

Not applicable.

8. EXECUTIVE OFFICER

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Blaine Karst

Chief Financial Officer
Phone: +44-1962-888-042

9. DATE OF REPORT

July 19, 2018