

Form 51-102F3
Material Change Report

MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF NATIONAL INSTRUMENT 51-102

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS “CONFIDENTIAL”.

Item 1. Name and Address of Company

Unity Energy Corp. (the “Company”)
Suite 313-515 West Pender Street
Vancouver, B.C.
V6B 6H5

Item 2. Date of Material Change

February 24, 2017

Item 3. News Release

The news release was disseminated through TSX, BC Securities Commission, Alberta Securities Commission, Stockwatch and Market News.

Item 4. Summary of Material Change

Unity Energy Corp., (TSX.V:UTY) (“**Unity**” or the “**Company**”) is pleased to announce that it has closed the 2nd and final tranche of a private placement for a total gross proceeds of \$300,000; \$175,000 of which was raised in this 2nd tranche. The Company issued a total of 6,000,000 non-flow through common shares at a price of \$0.05 per share.

Item 5. Full Description of Material Change

Unity Energy Corp., (TSX.V:UTY) (“**Unity**” or the “**Company**”) is pleased to announce that it has closed the 2nd and final tranche of a private placement for a total gross proceeds of \$300,000; \$175,000 of which was raised in this 2nd tranche. The Company issued a total of 6,000,000 non-flow through common shares at a price of \$0.05 per share.

Ms. Anita Algie, President and Director of the Company, participated in this 2nd tranche subscribing for 1,000,000 common shares, as well as Dr. Peter Born P.Geo., Director of the Company, subscribing for 900,000 common shares.

The Company received TSX Venture Exchange approval on February 24, 2017. All securities issued in connection with the offering will be subject to a statutory

hold period of four months plus a day from the date of issuance, in accordance with applicable securities legislation.

Proceeds from the offering will be used for general working capital and corporate purposes. No finder's fees were paid.

For more information, contact the Company at 604-681-0004 or visit **www.unityenergycorp.com**

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

Nothing in this form is required to be maintained on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officers

Ian Graham, C.E.O.
Phone: (604) 681-0004

Item 9. Date of Report

Dated at Vancouver this 24th day of February, 2017.

By: Unity Energy Corp.

"Ian Graham"

Ian Graham, CEO