

FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

The full name of the Company and the address of its principal office in Canada is:

Standard Graphite Corp. ("Standard" or the "Company")
350 – 409 Granville Street
Vancouver, BC, V6C 1T2

Item 2 Date of Material Change

The date of the material change is November 17, 2014.

Item 3 News Release

The date of issuance of the news release was November 20, 2014.

The news release was disseminated through Marketwire, as well as filed on SEDAR.

Item 4 Summary of Material Change

See Full Description of Material Change.

Item 5 Full Description of Material Change

Standard announced that it has acquired a 100% interest on the Diego Gold Project from Cartier Resources ("Cartier") in consideration for the issuance of 1,000,000 common shares of the Company. Cartier will retain a 2% net smelter return royalty, with each tranche of 1% NSR being redeemable for \$1,000,000.

The Diego Property comprises 49 claims and is located 40 kilometres southwest of the town of Chapais, in the Province of Quebec. It is part of the Abitibi Greenstone Belt that extends over a significant portion of northern Ontario and Quebec and is considered one of the richest mining regions in the world. The property lies along the Opawica - Guercheville fault zone that has been traced between the former Lac Shortt and Joe Mann Mines. Historical work helped locate a 10km long gold-bearing segment of the fault on the property and in 2010, Cartier validated the potential of the project through a field reconnaissance where results from surface grab samples* produced 5.02 g/t Au, 4.83 g/t Au and 4.08 g/t Au, 2.01 g/t Au, 1.55 g/t Au et 1.16 g/t Au.

"Standard believes that Diego is a great opportunity to help diversify and strengthen our property portfolio" comments Chris Bogart, president and CEO of Standard Graphite: "Acquiring a solid gold asset like this one will ultimately create value to the company while alleviating the risk of being a single commodity explorer".

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

Not applicable.

Item 7 Omitted Information

No information has been omitted in this report.

Item 8 Executive Officer

The name and business telephone number of an executive officer of the Company who is knowledgeable about the material change and the Report or the name of an officer through whom such executive officer may be contacted is as follows:

Name: Terese Gieselman, Chief Financial Officer

Bus. Tel: (604) 683-2505

Item 9 Date of Report

Dated at Vancouver, British Columbia, this 20th day of November, 2014.