FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Standard Graphite Corp. (the “Company” or “SGH”)
Suite 350 – 409 Granville Street
Vancouver, British Columbia V6C 1T2

Item 2: Date of Material Change

September 28, 2017

Item 3: News Release

The news release was disseminated through Stockwatch and Marketnews and filed on SEDAR.

Item 4: Summary of Material Change

See Full Description of Material Change.

Item 5: Full Description of Material Change

Standard Graphite Corp. reports that as announced further to its news release of August 31, 2017 it has received TSX Venture Exchange acceptance and has closed the non-brokered private placement for 3,333,333 units at a price of $0.15 unit (a “Unit”) for gross proceeds of $500,000 (the “Financing”).

Each Unit consists of one common share of the Company and one-half of one common share purchase warrant (a “Warrant”). Each whole Warrant entitles the holder to purchase an additional common share of the Company at $0.25 per share until March 27, 2019.

All securities issued in connection with the Financing are subject to a statutory hold period ending January 28, 2018.

The Company has paid aggregate cash finder’s fees in connection with the Financing of $24,322.

Proceeds are to be used for general corporate purposes and the Company’s continuing evaluation of opportunities in the cannabis market.

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

N/A

Item 7: Omitted Information

N/A

Item 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:

Chris Bogart, President/CEO
Telephone: 604-683-2509

Item 9: Date of Report

September 28, 2017