

**Form 51-102F3
Material Change Report**

1. Name and Address of Company

GASFRAC Energy Services Inc.
1900, 801 - 6 Ave. SW
Calgary, AB T2P 3W2

2. Date of Material Change

September 11, 2012

3. News Release

September 11, 2012 via Marketwire

4. Summary of Material Change

The board of directors GASFRAC Energy Services announced they have commenced an operational review and restructuring of the management team.

5. Full Description of Material Change

The board of directors of GASFRAC Energy Services announced they have commenced an operational review and restructuring of the management team at the Company. As part of management restructuring, Zeke Zeringue, Chief Executive Officer and Steve Batchelor, Chief Operating Officer, left the Company, effective immediately. Jim Hill, Chief Financial Officer, assumed the role of acting President and Chief Executive Officer until a replacement can be found. The duties of Chief Operating Officer will be assumed by current operations personnel within GASFRAC. The board of directors will be conducting a formal CEO search process working through a search firm and other key advisors to the board of directors.

GASFRAC will be undertaking an operational review to ensure that its current infrastructure is appropriate to support operational efficiency while ensuring long term profitability, sustainably and the continued growth of the Company's proprietary LPG Fracturing technology. In conjunction with this operational review, the board of directors will consider augmenting the current board with additional experience and expertise as GASFRAC continues to grow.

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

N/A

7. Omitted Information

N/A

8. Executive Officer

James M. Hill, acting President and Chief Executive Officer, Chief Financial Officer
Telephone: 403-515-3387

9. Date of Report

September 11, 2012