

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Strike Graphite Corp. (the “**Company**”)
#311 – 409 Granville Street
Vancouver, BC V6C 1T2

Item 2 Date of Material Change

September 29, 2014

Item 3 News Release

The news release dated September 29, 2014 was disseminated via Canada Stockwatch.

Item 4 Summary of Material Change

On September 29, 2014, the Company closed its acquisitions of an 80% undivided interest in approximately 1.25 million acres (505,000 hectares) of mineral claims located within east-central Saskatchewan (the “**Sask Craton Property**”) and an 80% undivided interest in a contiguous property (the “**Sask Craton North Property**”), totaling approximately 92,450 acres (37,400 hectares).

Item 5 5.1 Full Description of Material Change

On September 29, 2014, closed its acquisitions of an 80% undivided interest in the Sask Craton Property and an 80% undivided interest in the Sask Craton North Property, totaling approximately 92,450 acres (37,400 hectares). The Sask Craton Property and the Sask Craton North Property comprise the largest mineral tenure position in the emerging diamond district established by the recent discovery of diamondiferous kimberlites within the Pikoo Property by North Arrow Minerals Inc. (“**North Arrow**”) and Stornoway Diamond Corp (“**Stornoway**”).

Terms of the Sask Craton Property Agreement are as follows:

- 1,000,000 common shares, to be issued immediately;
- 1,000,000 share purchase warrants, each warrant exercisable into one common share of the Company at an exercise price of \$0.25 per share for a period of 3 years from the date of issue. The warrants will also be issued immediately;
- Cash payments beginning November 1, 2014 and extending through February 1, 2016, totalling \$553,028.30;
- The Vendors shall retain a 20% carried interest up to, but not including, mine construction, as well as a 3% gross royalty.

Terms of the North Sask Property Agreement are as follows:

- 449,145 common shares, to be issued immediately;
- The Vendors shall retain a 20% carried interest up to, but not including, mine construction, and a 3% gross royalty.

A map of the Sask Craton Property and Sask Craton North Property may be viewed on the Company's website at:

http://www.strikegraphite.com/images/srk_sask_craton_properties.pdf

About the Sask Craton Properties

The area is underlain at depth by the Sask Craton, which is interpreted to exceed 100,000 square kilometers and extends for 200 kilometers along strike; while it is transected by the regional Tabbenor Fault System. This long lived, regional feature extends for over 1,500 km along an approximate north-south orientation. The Company believes this tectonic environment to be ideal for the emplacement of kimberlite, within an area underlain by a stable Archean Craton. Other notable kimberlite fields within the Sask Craton include those at Candle Lake and Fort a la Corne.

During 2013, North Arrow conducted a limited drill program to test two distinct kimberlite indicator mineral trains on their adjoining Pikoo Property. In a press release dated November 5, 2013, North Arrow reported results from the PK 150 kimberlite, which returned 745 diamonds larger than 0.106 mm from 209.7 kg of drill core. The estimated grade for diamonds greater than 0.85 mm was 1.34 carats per tonne. Based on three holes, the kimberlite has approximate dimensions of 75 m along strike by 10 to 15 meters wide, and is open along strike and at depth.

Mineralization on the Pikoo Property is not necessarily indicative of mineralization on the Sask Craton and Sask Craton North properties.

5.2 Disclosure for Restructuring Transactions

N/A

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

Not Applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

Contact: Geoff Balderson (President and CEO)
Telephone: (604) 602-0001

Item 9 Date of Report

October 3, 2014