Form 51-102F3
Material Change Report

PART 1 GENERAL INSTRUCTIONS AND INTERPRETATION

(a) Confidentiality

If this Report is filed on a confidential basis, state in block capitals "CONFIDENTIAL" at the beginning of the Report.

(b) Use of "Company"

Wherever this Form uses the word "company" the term includes other types of business organizations such as partnerships, trusts and other unincorporated business entities.

(c) Numbering and Headings

The numbering, headings and ordering of the items included in this Form are guidelines only. You do not need to include the headings or numbering or follow the order of items in this Form. Disclosure provided in response to any item need not be repeated elsewhere.

(d) Defined Terms

If a term is used but not defined in this Form, refer to Part 1 of National Instrument 51-102 and to National Instrument 14-101 *Definitions*. If a term is used in this Form and is defined in both the securities statute of a local jurisdiction and in National Instrument 51-102, refer to section 1.4 of Companion Policy 51-102CP.

(e) Plain Language

Write the Report so that readers are able to understand it. Consider both the level of detail provided and the language used in the document. Refer to the plain language principles listed in section 1.5 of Companion Policy 51-102CP. If you use technical terms, explain them in a clear and concise manner.

PART 2 CONTENT OF MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Sunridge Energy Corp. (**"Sunridge"**)
620-650 West Georgia Street
Vancouver, B.C., V6B 4N9

Item 2 Date of Material Change

December 21, 2011

Item 3 News Release

A news release was disseminated on December 20, 2011 through the facilities of Stockwatch.

Item 4 **Summary of Material Change**

Sunridge is pleased to announce the completion of a non-brokered private placement with gross proceeds of $675,000.

Item 5 **Full Description of Material Change**

Please see attached

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 **Omitted Information**

No information has been omitted on the basis that it is confidential information.

Item 8 **Executive Officer**

Jerry Bella is knowledgeable about the material change and the Report and may be contacted (604) 687.7551.

Item 9 **Date of Report**

December 21, 2011

srg:tsxv
sunridge
energy corp

Stock Exchange: TSX Venture Exchange
Symbol: SRG

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SUNRIDGE CLOSES NON-BROKERED PRIVATE PLACEMENT

Vancouver B.C. December 20, 2011: Sunridge Energy Corp. (SRG: TSX.V) ("Sunridge" or the "Company") is pleased to announce the close of its non-brokered private placement as previously announced on December 7, 2011 and amended on December 12, 2011. The closing has resulted in gross proceeds to the Company of $675,000 (the "Offering")

The Offering consisted of 3,375,000 flow through units at a price of $0.20 per unit (the "FT Units").
The FT Units consisted of one flow-through common share and one-half share purchase warrant (an " Warrant"), with each whole Warrant entitling the holder to purchase one additional non flow through common share for a period of eighteen months at a price of $0.30 per share. The Warrants are subject to accelerated conversion within 30 days of Sunridge providing notice of same via press release in the event that the trading of the Sunridge shares closes at over $0.60 for 20 consecutive trading days.
The Company paid aggregate finder's fees of $21,960 in cash and 62,800 Warrants.
All securities issued pursuant to the Offering are subject to a four month hold period expiring on April 20, 2012.

The funds raised will be utilized towards the Company's exploration programs on its oil and gas properties.

Closing of the proposed offerings is subject to the approval of the TSX Venture Exchange.

ABOUT SUNRIDGE

Sunridge is a junior oil and gas exploration and development company with production operations in the Province of Alberta. The recent acquisition of the 6-Phase Oil Heating proprietary technology gives Sunridge an unprecedented opportunity to extract extensive potential reserves of heavy oil (bitumen) at shallow depths in the Alberta Oil Sands. The Sunridge assets are structured to decrease operation costs, enhancing shareholder value.
On behalf of the board,

Dwayne Tyrkalo,
President

Neither TSX Venture Exchange nor its Regulation Services providers (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

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Stock Exchange: TSX Venture Exchange
Symbol: SRG

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SUNRIDGE CLOSES NON-BROKERED PRIVATE PLACEMENT

Vancouver B.C. July 28, 2011: Sunridge Energy Corp. (SRG: TSX.V) ("Sunridge" or the "Company") is pleased to announce the close of its non-brokered private placement as previously announced on April 29, 2011 and amended on July 26, 2011. The closing has resulted in gross proceeds to the Company of $203,275 (the "Offering")

The Offering consisted of 798,500 units at a price of $0.15 per unit (the "Units") and 417,500 flow through units at a price of $0.20 per flow through unit (the "FT Units").

The Units consisted of one common share and one share purchase warrant (a "Warrant"), with each Warrant entitling the holder to purchase one additional common share for a period of two years at a price of $0.30 per share. The Warrants are subject to accelerated conversion within 30 days of Sunridge providing notice of same via press release, in the event that the trading of the Sunridge shares closes at over $0.50 for 20 consecutive trading days.

The FT Units consisted of one flow-through common share and one-half share purchase warrant (an "FT Warrant"), with each whole FT Warrant entitling the holder to purchase one additional non flow through common share for a period of two years at a price of $0.40 per share. The FT Warrants are subject to accelerated conversion within 30 days of Sunridge providing notice of same via press release in the event that the trading of the Sunridge shares closes at over $0.60 for 20 consecutive trading days.

The Company paid aggregate finder's fees of $15,362.00 in cash and 47,880 Warrants and 33,400 FT Warrants.

All securities issued pursuant to the Offering are subject to a four month hold period expiring on November 29, 2011.

The funds raised will be utilized towards the Company's exploration programs on its oil and gas properties as well as for general working capital and corporate purposes.

Closing of the proposed offerings is subject to the approval of the TSX Venture Exchange.

ABOUT SUNRIDGE

Sunridge is a junior oil and gas exploration and development company of oil and gas properties. Sunridge currently owns a 100% working interest in the Lavoy Property producing from the McMurray formation, a 32% working interest in the Leduc South Property producing from the Basal Ellerslie formation, and 100% working interests in the Wizard Lake property producing from the Edmonton Sand formation all in the Province of Alberta

On behalf of the board,

Dwayne Tyrkalo,

President