

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Palko Environmental Ltd.
Suite 1250, 736 – 6th Ave. S.W.
Calgary, AB T2P 3T7

Item 2. Date of Material Change

June 11, 2010

Item 3. News Release

A press release reporting the material change was issued by the Trust at Calgary, Alberta through the services of Marketwire on June 15, 2010.

Item 4. Summary of Material Change

Deepwell Energy Services Trust ("Deepwell" or the "Trust") has completed its proposed conversion to a corporation.

Item 5. Full Description of Material Change

Deepwell and Palko Environmental Ltd. have completed their reorganization resulting in the conversion of Deepwell to a corporation (the "Conversion").

The Conversion was approved at an Annual and Special Meeting (the "Meeting") of unitholders of Deepwell held June 4, 2010, with 99.99% of votes cast being in favour of the Conversion. On June 8, 2010, the Alberta Court of Queen's Bench granted the Final Order required with respect to the Conversion. As part of the Conversion, Deepwell has been named Palko Environmental Ltd. Palko Environmental Ltd. began trading on the Toronto Stock Exchange on Wednesday, June 16, 2010 under the trading symbol "PLK".

Mr. Steven Peterson will serve as President of Palko Environmental Ltd. and Mr. Jay B. Simmons will serve as Chairman and CEO.

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

Not Applicable.

Item 7. Omitted Information

Not Applicable.

Item 8. Executive Officer

Jay Simmons, Chairman and Chief Executive Officer
(403) 508-6000

Item 9. Date of Report

June 23, 2010