**FORM 51–102F3**
**MATERIAL CHANGE REPORT**

*Item 1* *Name and Address of Company*

Blind Creek Resources (the "**Company**")
P.O. Box 48778, Stn. Bentall Centre
Vancouver, British Columbia V7X 1A6

*Item 2* *Date of Material Change*

July 18, 2016

*Item 3* *News Release*

On July 18, 2016 a press release was disseminated to the TSX Venture Exchange (the **TSXV**") and through various other approved public media and was also filed on SEDAR with the securities commissions of British Columbia, Alberta, Saskatchewan and Ontario and the Yukon.

*Item 4* *Summary of Material Change*

The Company announced that it has entered into agreements to settle accrued debts aggregating up to CDN$494,397 by the issuance of up to 9,887,940 common shares at a deemed price of $0.05 per share.

J. Frank Callaghan, former President and CEO of the Company, will settle up to $428,162 which represents amounts owed by the Company to Mr. Callaghan for outstanding management fees, expenses paid and cash advances. After the issuance of approximately 8,563,240 common shares to Mr. Callaghan he will beneficially owning approximately 62.88% of the common shares of the Company on an undiluted basis. The debt settlement transaction with Mr. Callaghan has received disinterested shareholder approval.

In addition to the previously announced amounts, Tom Kennedy, CEO, will settle a $24,000 debt by the issuance of 480,000 common shares.

The issuance of common shares is subject to the approval by the TSXV and, once issued, the shares will be subject to a 4-month hold period.

*Item 5* *Full Description of Material Change*

5.1 **Full Description of Material Change**

Further to its press release of June 17, 2016, the Company announced that it has entered into agreements to settle accrued debts aggregating up to CDN$494,397 by the issuance of up to 9,887,940 common shares at a deemed price of $0.05 per share.

J. Frank Callaghan, former President and CEO of the Company, will settle up to $428,162 which represents amounts owed by the Company to Mr. Callaghan for outstanding management fees, expenses paid and cash advances. After the issuance of approximately 8,563,240 common shares to Mr. Callaghan he will beneficially owning approximately 62.88% of the common shares of the Company on an undiluted basis. The debt settlement transaction with Mr. Callaghan has received disinterested shareholder approval.

In addition to the previously announced amounts, Tom Kennedy, CEO, will settle a $24,000 debt by the issuance of 480,000 common shares.

The issuance of common shares is subject to the approval by the TSXV and, once issued, the shares will be subject to a 4-month hold period.

5.2 **Disclosure of Restructuring Transaction**

Not applicable.

*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*

Thomas Kennedy, Chief Executive Officer

Tel: 604-669-6463

*Item 9* *Date of Report*

July 18, 2016