FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Triple Crown Petroleum Inc. ("**Triple Crown**")
1050, 521 - 3 Avenue SW
Calgary, Alberta
T2P 3T3

2. Date of Material Change

September 27, 2011

3. News Release

A news release disclosing in detail the material summarized in this material change report was issued by Triple Crown on September 27, 2011 and disseminated through the facilities of a recognized news service and would have been received by the securities commissions where Triple Crown is a reporting issuer in the normal course of its dissemination.

4. Summary of Material Change

On September 27, 2011 Triple Crown announced that it had completed its initial public offering ("**Offering**") raising gross proceeds of $280,000 pursuant to a capital pool company prospectus dated August 17, 2011 whereunder a total of 1,400,000 common shares in the capital of Triple Crown (the "**Shares**") were issued at a price of $0.20 per Share. Macquarie Private Wealth Inc. ("**Macquarie**") acted as the agent for the Offering. Macquarie received a corporate finance fee and a cash commission equal to 10% of the gross proceeds of the Offering. In addition Macquarie was issued an option to purchase 140,000 Shares at a price of $0.20 for a period of two years from the date the Shares are listed on the TSX Venture Exchange.

Triple Crown now has 3,000,000 Shares outstanding, with the directors and officers of Triple Crown holding, in aggregate, 1,000,000 Shares.

The Shares of Triple Crown have been approved for listing on the TSX Venture Exchange and commenced trading under the stock symbol TPP.P on September 28, 2011.

5. Full Description of Material Change

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5.2 Disclosure for Restructuring Transactions

Not applicable.

6. Reliance on Subsection 7.1(2) Or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

For further information, contact William Ambrose, President, Chief Executive Officer and Director of Triple Crown, by telephone, at (403) 453-2266.

9. Date of Report

October 4, 2011.