

FORM 51-102F-3
Securities Act
MATERIAL CHANGE REPORT

- ITEM 1. REPORTING ISSUER
Shoal Point Energy Ltd.
Suite 1060, 1090 West Georgia Street
Vancouver, BC Canada V6E 3V7
- ITEM 2. DATE OF MATERIAL CHANGE
June 28, 2013
- ITEM 3. NEWS RELEASE
Press release dated July 2, 2013 and delivered to the CNSX and disseminated through the facilities of Stock Network Media.
- ITEM 4. SUMMARY OF MATERIAL CHANGE
- ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE
The Company held its Annual General Meeting on June 28, 2013.
- The Company announced that four directors were elected – Eric Schneider, Mark Jarvis, Howard Hanick and John Clarke will hold office until the next AGM. All motions were approved by shareholders.
- The Company's shareholders also passed an amendment to its general by-law which added an advance notice provision requiring that a shareholder wishing to nominate a Director must give notice no less than 30 days prior to the shareholder meeting at which the election of directors is to be held.
- ITEM 6. RELIANCE OF SECTION 7.1(2) or (3) of NATIONAL INSTRUMENT 51-102
This report is not being filed on a confidential basis.
- ITEM 7. OMITTED INFORMATION
There are no significant facts required to be disclosed herein which have been omitted.
- ITEM 8. EXECUTIVE OFFICER
Contact: Leslie Young, Corporate Secretary (416) 637 2181 ex. 311.
- ITEM 9 DATE OF REPORT
July 3, 2013

DATED at the City of Vancouver, in the Province of British Columbia, this 3rd day of July, 2013.

SHOAL POINT ENERGY LTD.

"Leslie Young",
Leslie Young, Corporate Secretary