

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

Item 1 - Reporting Issuer

Shoal Point Energy Ltd. (the "Company")
Suite 1060, 1090 West Georgia Street
Vancouver, BC V6E 3V7

Item 2 - Date of Material Change

November 5, 2013

Item 3 - News Release

Press release dated November 8, 2013 and delivered to the CNSX and disseminated through the facilities of Marketwire.

Item 4 - Summary of Material Change

The Company announces change in auditor.

Item 5 - Full Description of Material Change

The Company announces that Collins Barrow Toronto, LLP, Chartered Accountants has been replaced by Dale Matheson Carr-Hilton Labonte LLP, Chartered Accounts of Vancouver, BC, effective November 5, 2013.

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.

Item 7 - Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8 - Executive Officer

Name: Leslie Young
Title: Corporate Secretary
Phone Number: (416) 637-2181 ex. 311

Item 9 - Date of Report

November 8, 2013



November 8, 2013
CNSX: SHP
OTCQX: SHPNF

Shoal Point Announces Change in Auditor

Shoal Point Energy Ltd. (the “Company”) announces that Collins Barrow Toronto LLP, Chartered Accountants (the “Former Auditor”) has been replaced by Dale Matheson Carr-Hilton LaBonte LLP, Chartered Accountants (the “Successor Auditor”) of Vancouver, British Columbia. The Board of Directors of the Company approved of the change effective November 5, 2013.

There were no reservations in the Former Auditors’ Reports for the two most recently completed fiscal years or for any period subsequent to the most recently completed period for which an audit report was issued and preceding the date of the Former Auditor’s resignation. There were no reportable events between the Company and the Former Auditor. The resignation of the Former Auditor as auditor of the Company has been approved by the Company’s audit committee and its board of directors. The Notice of Change of Auditor, together with the letter from the Former Auditor and the letter from the Successor Auditor, have been reviewed by the Company’s audit committee and its board of directors.

ON BEHALF OF THE BOARD OF DIRECTORS OF SHOAL POINT ENERGY LTD.

“Brian Fiddler”

Brian Fiddler, Chief Financial Officer

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