

FORM 51-102F-3
SECURITIES ACT
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
June 25, 2015
- ITEM 3. NEWS RELEASE
Press release dated June 25, 2015 and delivered to the CSE and disseminated through the facilities of Marketwire.
- ITEM 4. SUMMARY OF MATERIAL CHANGE
Voting results from the 2015 Annual General Special Meeting.
- ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE
The Company announced that three directors were re-elected – Mark Jarvis, Eric Schneider and Brian Usher-Jones.
- The appointment and remuneration of auditors was approved.
- All motions were approved by shareholders.
- 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 is 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
June 25, 2015

DATED at the City of Vancouver, in the Province of British Columbia this 25th day of June, 2015.

SHOAL POINT ENERGY LTD.
“Leslie Young”
Leslie Young, Corporate Secretary



June 25, 2015
CSE: SHP

Shoal Point – AGM Voting Results

Pursuant to Section 11.3 of National Instrument 51-102, the following matters were put to vote at the Annual General Special Meeting of Shoal Point Energy Ltd. (the “Issuer”) held on June 25, 2015:

The report on the voting results is as follows:

1. Number of Directors

To consider, and if thought advisable, to approve a special resolution empowering the Board of Directors to determine from time to time the number of directors within the minimum and maximum numbers provided for in the articles of the Company:

By vote of proxy (For: 137,687,806 Shares, Against: 6,869,799 Shares), the number of directors was set at three.

2. Election of Directors

By vote of proxy and in person, the following persons were elected as directors of the Issuer until their term of office expires:

	For	Withheld
Mark Jarvis	123,647,340	518,670
Eric Schneider	123,748,340	417,670
Brian Usher-Jones	123,748,340	417,670

3. Appointment and Remuneration of Auditor

By vote of proxy (For: 137,714,824 Shares, Withheld: 6,842,781 Shares), Dale Matheson Carr-Hilton Labonte LLP was appointed as auditor of the Issuer for the ensuing year and the directors are authorized to set the remuneration.

About Shoal Point Energy

Shoal Point Energy is a public company listed on the CSE under the symbol “SHP”. The core asset of the Company is oil and gas interests in the Humber Arm Shales play in Western Newfoundland.

For further information, contact Mark Jarvis at 416 637 2181, extension 310.

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