

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 23, 2016
- ITEM 3. NEWS RELEASE
Press release dated June 24, 2016 and delivered to the CSE and disseminated through the facilities of Marketwire and SEDAR.
- ITEM 4. SUMMARY OF MATERIAL CHANGE
Voting results from the 2016 Annual General Meeting.
- ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE
All motions were approved by shareholders: Number of directors; Mark Jarvis, Eric Schneider and Brian Usher-Jones were elected as directors until the term of office expires; the appointment and remuneration of auditors for the ensuing year; approval of financial statements.
- 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 24, 2016

DATED at the City of Vancouver, in the Province of British Columbia this 24th day of June, 2016.

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



June 24, 2016
CSE: SHP

Shoal Point Energy – AGM Voting Results

Pursuant to Section 11.3 of National Instrument 51-102, the following matters were put to vote at the Annual General Meeting of Shoal Point Energy Ltd. (the “Issuer”) held on June 23, 2016.

The report on the voting results is as follows:

1. Number of Directors

By vote of proxy and in person (For: 116,715,295 Shares, Against: 5,127) 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:

	<u>For</u>	<u>Withheld</u>
Mark Jarvis	116,614,295	106,127
Eric Schneider	116,628,295	92,127
Brian Usher-Jones	116,632,795	87,627

3. Appointment and Remuneration of Auditor

By vote of proxy (For: 116,719,822 Shares, Withheld: 600 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.

4. Financial Statements

By vote of proxy (For 116,711,322 Shares, Against 9,100 Shares), the financial statements of the Company, together with the auditors’ report thereon, for the fiscal year ended January 31, 2016 were received and approved.

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

The Canadian Securities Exchange (CSE) has neither approved nor disapproved the contents of this news release.

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