

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**1. Name and Address of Company**

Top Strike Resources Corp.  
2915 Park Lane SW  
Calgary, Alberta T2S 2L6

**2. Date of Material Change**

November 2, 2016

**3. News Release**

A Press Release was disseminated on November 3, 2016 via Marketwired.

**4. Summary of Material Change**

Top Strike Resources Corp. Announces Termination of Proposed Transaction

**5.1 Full Description of Material Change**

Top Strike Resources Corp. (the “**Corporation**” or “**Top Strike**”) announced that it will no longer be pursuing the transaction announced on September 29, 2016 with MMJ PhytoTech Limited (“**MMJ**”). A notice of the termination of the transaction was provided by MMJ effective November 2, 2016.

The Corporation will continue to pursue other opportunities.

Trading is expect to resume for the Top Strike shares on, or about, November 9, 2016, pending completion of a resumption review by the TSX Venture Exchange.

*The TSX Venture Exchange Inc. has in no way passed upon the merits of the proposed Transaction and has neither approved nor disapproved the contents of this document.*

**5.2 Disclosure for Restructuring Transactions**

Not Applicable.

**6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102**

Not Applicable.

**7. Omitted Information**

None.

**8. Executive Officer**

The name of the executive officer of Top Strike Resources Corp. who is knowledgeable about the material change and this report is:

Dale Styner  
Chief Executive Officer  
Tel: 403-351-1779

**9. Date of Report**

November 7, 2016