

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Company**

Eagleford Energy Inc. ("Eagleford" or the "Company")  
Suite 1505, 1 King Street West,  
Toronto, Ontario, M5H 1A1

**Item 2. Date of Material Change**

January 24, 2014

**Item 3. News Release**

Attached as Schedule "A" is a press release issued by the Company on January 28, 2014 and disseminated using a Canadian news wire service.

**Item 4. Summary of Material Change**

The Company has amended its Joint Development Agreement ("JDA") previously entered into on December 3, 2013 with Stratex Oil & Gas Holdings, Inc.

**Item 5. Full Description of Material Change**

On January 24, 2014, the Company and Stratex entered into an amendment to the original JDA pursuant to which the Company, in exchange for certain commitments made by Stratex, accelerated the grant to Stratex of certain undivided interests in its oil and gas lease dated September 1, 2013 covering approximately 2,629 acres in Zavala County, Texas (the "Lease").

Under the terms of the Lease, and the JDA as amended, Stratex shall perform either (i) the hydraulic fracturing (the "frac") of the Matthews #1H well or (ii) the spudding in of a new well with a targeted depth in a formation capable of producing hydrocarbons. As a result of this requirement, Stratex has committed to perform either the frac of the Matthews #1H or the spudding of a new well on or prior to March 31, 2014 and the Company has assigned an immediate 50% undivided working interest in the entire 2,629 acres covered by the Lease and the JDA as amended.

Subsequent to the execution of the First Amendment, Stratex contracted Baker Hughes, Inc. to commence the frac and subsequent completion of the Matthews #1H on or about February 16, 2014.

**Item 6. Reliance on sub-section 7.1(2) of National Instrument 51-102**

Not Applicable.

**Item 7. Omitted Information**

No information has been omitted from this material change report.

**Item 8. Executive Officer**

The following executive officer of the Company is knowledgeable about the material change and the Report and may be contacted by the Commission as follows:

James Cassina, President

Telephone: 416 364-4039

Facsimile: 416 364-8244

**Item 9. Date of Report**

January 28, 2014

**Schedule "A"**



**FOR IMMEDIATE RELEASE**

**Eagleford Energy and Stratex Oil & Gas Holdings Inc.  
Amend Joint Development Agreement and set Frac Date**

**Toronto, January 28, 2014** – Eagleford Energy Inc. (OTCBB "EFRDF") ("Eagleford Energy" or the "Company"), announces that together with its wholly owned subsidiary, Eagleford Energy, Zavala Inc., ("Eagleford Energy") has amended its Joint Development Agreement ("JDA") previously entered into on December 3, 2013 with Stratex Oil & Gas Holdings, Inc. ("Stratex") (OTCBB: STTX).

On January 24, 2014, the Company and Stratex entered into an amendment to the original JDA pursuant to which the Company, in exchange for certain commitments made by Stratex, accelerated the grant to Stratex of certain undivided interests in its oil and gas lease dated September 1, 2013 covering approximately 2,629 acres in Zavala County, Texas (the "Lease").

Under the terms of the Lease, and the JDA as amended, Stratex shall perform either (i) the hydraulic fracturing (the "frac") of the Matthews #1H well or (ii) the spudding in of a new well with a targeted depth in a formation capable of producing hydrocarbons. As a result of this requirement, Stratex has committed to perform either the frac of the Matthews #1H or the spudding of a new well on or prior to March 31, 2014 and the Company has assigned an immediate 50% undivided working interest in the entire 2,629 acres covered by the Lease and the JDA as amended.

Subsequent to the execution of the First Amendment, Stratex contracted Baker Hughes, Inc. to commence the frac and subsequent completion of the Matthews #1H on or about February 16, 2014.

For further information, please contact:

Eagleford Energy Inc.  
Investor Relations  
Telephone: 832 301 0519

*Certain information regarding the Company in this news release may constitute forward-looking statements under applicable securities laws. The forward-looking information includes, without limitation, projections or estimates made by us and our management in connection with our business operations. Various assumptions were used in drawing the conclusions or making the forecasts and projections contained in the forward-looking information contained in this press release, which assumptions are based on management analysis of historical trends, experience, current conditions and expected future developments pertaining to the Company and the industry in which it operates as well as certain assumptions as specifically outlined in the release above. Forward-looking information is based on current expectations, estimates and projections that involve a number of risks, which could cause actual results to vary and in some instances to differ materially from those anticipated by the Company and described in the forward-looking information contained in this press release. Undue reliance should not be placed on forward-looking information, which is not a guarantee of performance and is subject to a number of risks or uncertainties. Readers are cautioned that the foregoing list of risk factors is not exhaustive. Forward-looking information is based on the estimates and opinions of the Company's management at the time the information is released and the Company disclaims any intent or obligation to update publicly any such forward-looking information, whether as a result of new information, future events or otherwise, other than as expressly required by applicable securities laws.*