

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

Item 1. Name and Address of Company

Mount Dakota Energy Corp. (the "Issuer")
Suite 1601, 1166 Alberni Street
Vancouver, BC V6E 3Z3

Item 2. Date of Material Change

March 31, 2014

Item 3. News Release

The Issuer issued a press release dated March 31, 2014. The press release was disseminated through Market News and Stockwatch.

Item 4. Summary of Material Change

The Issuer announced that it was negotiating to borrow the principal sum of \$100,000 pursuant to an unsecured loan agreement with an arm's length individual lender. The loan will bear interest at a rate of 15% per annum and the principal sum, as well as all accrued but unpaid interest, will be due and payable in cash on March 31, 2015. The Issuer also announced the appointment of Chung Keung (Steve) Loo to the board of directors.

Item 5. Full Description of Material Change

See the attached news release

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

Not applicable

Item 7. Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8. Executive Officer

Gary H. Claytens, Chief Executive Officer and Director
604-689-2454

Item 9. Date of Report

April 8, 2014