

**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**
October 2, 2014
- Item 3. **News Release**
The Issuer issued a press release dated October 3, 2014. The press release was disseminated through Market News and Stockwatch.
- Item 4. **Summary of Material Change**
The Issuer announced that Gary H. Claytens resigned as a director, Chief Executive Officer and President of the Issuer. The Issuer also announced the appointment of Steve Loo, a current director of the Issuer, as President of the Issuer.
- 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**
S. John Kim, Chief Financial Officer and Director
604-689-2454
- Item 9. **Date of Report**
October 3, 2014

MOUNT DAKOTA ENERGY CORP.
Suite 1601, 1166 Alberni Street
Vancouver, British Columbia
V6E 3Z3

Telephone: (604) 689- 2454

Facsimile: (604) 689-2435

FOR IMMEDIATE RELEASE

TSX-V symbol: MMO

News Release

October 3, 2014 - Vancouver, British Columbia. Mount Dakota Energy Corp. (the “Company”) announces that Gary Claytens has resigned as a director and officer of the Company. The Company wishes to thank Mr. Claytens for his many years of service as a director and officer of the Company. The Company is pleased to announce that Mr. Steve Loo, a director of the Company, has been appointed as President of the Company.

ON BEHALF OF THE BOARD OF DIRECTORS

“S. John Kim”

S. John Kim

Chief Financial Officer and Director

The TSX Venture Exchange has not reviewed and does not accept responsibility for the accuracy or adequacy of this release. Neither the TSX Venture Exchange nor its Regulation Service Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (The “U.S. Securities Act”) or any state securities laws and may not be offered or sold within the United States or to a U.S. person unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.