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**51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Mount Dakota Energy Corp. (the "Issuer")
Suite 500 – 1080 Mainland Street
Vancouver, British Columbia V6B 2T4

Item 2 Date of Material Change

February 1, 2018

Item 3 News Release

The Issuer disseminated a press release dated February 8, 2018 through Stockwatch and Marketwire.

Item 4 Summary of Material Change

The Issuer announced that, effective February 1, 2018, the TSX Venture Exchange (the "Exchange") transferred the Issuer to the NEX board of the Exchange as a result of the Issuer no longer meeting the Exchange's tier maintenance requirements for a Tier 2 oil and gas issuer. The trading symbol for the Issuer's shares also changed from MMO.V to MMO.H.

Item 5 Full Description of Material Change

See the attached news release.

Item 6 Reliance on subsection 7.1(2) 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

To obtain further information contact S. John Kim, the Chief Financial Officer of the Issuer, at 604-689-2454.

Item 9 Date of Report

February 8, 2018



MOUNT DAKOTA ENERGY CORP.

Suite 500
1080 Mainland Street
Vancouver, BC
V6B 2T4
Tel: (604) 689-2454

NEWS RELEASE

TSX-V symbol: MMO.H

Mount Dakota Energy Corp. Transferred to NEX Board

February 8, 2018 - Vancouver, British Columbia. Mount Dakota Energy Corp. (the “Company”) announces that the Company was transferred to the NEX board of the TSX Venture Exchange (the “Exchange”) effective February 1, 2018 due to the Company no longer satisfying the Exchange’s tier maintenance requirements for Tier 2 issuers. The trading symbol for the Company’s common shares has changed from MMO.V to MMO.H.

The Company intends to continue to pursue potential business opportunities while listed on the NEX.

ON BEHALF OF THE BOARD OF DIRECTORS

“Steve Loo”

Steve Loo
Chief Executive 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.