

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

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

Bird River Resources Inc. (the "Company")  
1059 Selkirk Avenue  
Winnipeg, MB R2X 0C2

**Item 2. Date of Material Changes**

December 12, 2017

**Item 3. News Release**

The Company issued a news release on December 12, 2017 via a Canadian news wire service, a copy of which has also been filed on SEDAR.

**Item 4. Summary of Material Change**

The Company announced an agreement to determine the feasibility to develop asset management platforms utilizing blockchain technology for the oil and gas industry.

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

The Company has retained API Consulting Inc. ( operating as "API Garage") and its BlockX Labs division in the research and development of asset management platforms utilizing its private blockchain technology. The Company's objective is to establish a wholly owned subsidiary which would provide access to historical records such as seismic data for use by the oil and gas industry as well as other resource industries. This new asset management platform would be based on using proprietary blockchain technology owned by the Company.

This project is in the discovery phase and BlockX Labs has been contracted to determine the feasibility of developing the platform for these uses. BlockX Labs anticipates that it will be able to deliver a report on their work by the end of 2017.

For their services, the Company has agreed to pay API Consulting Inc. the consideration of the amount of \$50,000, consisting of the issuance of 250,000 common shares of the Company to API Consulting Inc. at the price of \$0.10 per common share and the payment of \$25,000 cash. API Consulting Inc. (as API Garage and BlockX Labs) are at arm's length to the Company.

API Consulting Inc. o/a API Garage is a Toronto, Ontario based software technology firm specializing in business solutions and blockchain technology. API Garage, through its BlockX Labs division collaborates with clients to build solutions to pressing business

challenges using advanced software technology. API Garage consists of six software professional and over the past three years has assisted 15 corporate clients across North America. The Company's website is [www.blockxlabs.com](http://www.blockxlabs.com)

All securities issued pursuant to this agreement will be subject to a statutory four (4) month hold period from date of issuance and to any and all necessary corporate and regulatory approvals. Further information will be provided at a later date.

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

N/A

**Item 7. Omitted Information**

N/A

**Item 8. Executive Officer**

The following executive officer of the Company is knowledgeable about the material change and this report and may be contacted at:

Jon Bridgman, Chief Executive Officer  
Phone: 204-589-2848  
email: [jonbirdriver@gmail.com](mailto:jonbirdriver@gmail.com)

The foregoing accurately discloses the material change referred to herein.

Dated this 20th day of December, 2017.

**Bird River Resources Inc.**

"Jon Bridgman"

Jon Bridgman  
Chief Executive Officer