

**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 Change**

February 15, 2018

**Item 3. News Release**

The Company issued a news release on February 20, 2018 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 changes in its board of directors.

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

The Company announced that Mr. Ty Pfeifer, President of High Point Oil Inc. has joined the Board. Mr. Pfeifer is the President of High Point Oil Inc., a private company which was acquired by the Company as announced on February 12, 2018.

High Point Oil Inc. is a private Alberta company specializing in the exploration and development of conventional light oil reserves.

Mr. Pfeifer, a geologist by training, has nearly 40 years of oil and gas experience across western Canada and internationally. He has spent the majority of his career at the executive and directorship level in private and public companies. Having drilled one of the first horizontal wells in the Western Canadian Basin, Ty has focused on increasing production through the use of appropriate technologies and on the development of high impact drilling locations. He is an affiliate of the Canadian Society of Petroleum Geologists, the American Association of Petroleum Geologists and the Society of Professional Well Log Analysts. Mr. Pfeifer holds a B.Sc. from the University of Saskatchewan.

The Company also announced that Mr. Shane Shodine has resigned from the board of directors to pursue other business opportunities.

**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 22nd day of February, 2018.

**Bird River Resources Inc.**

"John V. Tokarsky"

John V. Tokarsky  
Chief Financial Officer