

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

Item 1. Name and Address of Company

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

Item 2. Date of Material Change

March 26, 2018

Item 3. News Release

The Company issued a news release on March 26, 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 participation in a cogeneration joint venture which will convert natural gas to electricity via a boiler-turbine.

Item 5. Full Description of Material Change

The Company announced that it had reached an agreement with Divestco Inc. ("Divestco") of Calgary, Alberta to form a cogeneration joint venture (the "Cogen") which will convert natural gas to electricity via a boiler-turbine at an industry low cost of 1.4 cents per kilowatt hour (based on current natural gas spot prices). Regulatory approvals are in place for the Cogen system to feed up to 3 megawatts of electricity into the power grid. The Cogen has secured a reliable, long-term gas supply through a privately owned natural gas producer. Construction and implementation of the project is expected to take 4-5 months.

As an initial end user, Divestco expects to enter into a long-term agreement to purchase electricity from the Cogen to power its computing center. With the move to more renewable energy sources and the transition away from coal fired generation in Alberta, electricity costs in the province are expected to trend up resulting in heavy electrical users potentially looking for more cost-efficient options. In addition to Divestco's intense computing operations, the Cogen has identified and is pursuing numerous other opportunities for the excess power generated.

Under the proposed arrangement, Bird River will pay for two thirds and Divestco will pay for one third of the Cogen project costs with both parties having a 50% ownership in the completed project.

Divestco is an exploration services company that provides a comprehensive and integrated portfolio of data, software, and services to the oil and gas industry. Through continued

commitment to align and bundle products and services to generate value for customers, Divestco is creating an unparalleled set of integrated solutions and unique benefits for the marketplace. Divestco's breadth of data, software and services offers customers the ability to access and analyze the information required to make business decisions and to optimize their success in the upstream oil and gas industry. Divestco is headquartered in Calgary and trades on the TSX Venture Exchange under the symbol "DVT". Additional information on Divestco is available on its website at divestco.com and on SEDAR at sedar.com.

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

The foregoing accurately discloses the material change referred to herein.

Dated this 5th day of April, 2018.

Bird River Resources Inc.

"John V. Tokarsky"

John V. Tokarsky
Chief Financial Officer