

Form 51-102F3
Material Change Report Under
National Instrument 51-102

1. Name & Address of Company

Stockport Exploration Inc.
Purdy's Wharf Tower II
1969 Upper Water Street, Suite 2001
Halifax, Nova Scotia
B3J 3R7

2. Date of Material Change

July 3, 2015

3. News Release

A news release with respect to the material change referred to in this report was issued through newswire services on July 6, 2015 and filed on the system for electronic document analysis and retrieval (SEDAR).

4. Summary of Material Change

Stockport Exploration Inc. closes private placement for total gross proceeds of \$113,750.

5. Full Description of Material Change

Stockport Exploration Inc. announced that it had closed its previously announced non-brokered private placement consisting of 2,843,750 units priced at \$0.04 per unit, for total gross proceeds of \$113,750. Each unit consists of one common share and one two-year warrant with an exercise price of \$0.06.

Net proceeds of the private placement will be used for operations of the Company's pilot gold recovery circuit at the Company's SPL 214 concession in southwestern Kenya and for working capital purposes.

The private placement is subject to final Toronto Stock Exchange approval. All securities issued pursuant to the private placement are subject to a four-month hold period and no commissions will be paid in connection with the financing.

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

7. Omitted Information

Not applicable

8. Senior Officer

Jim Megann
President & Chief Executive Officer
Telephone: (902) 442-7192
Fax: (902) 491-4281

DATED at Halifax, Nova Scotia this 6th day of July, 2015.

Stockport Exploration Inc.

By:

(signed) "Jim Megann"
President & Chief Executive Officer