

**Form 51 – 102F3**  
**MATERIAL CHANGE REPORT**

**1. Name and Address of Company**

*Gravis Energy Corp.*  
*(the “Company”)*  
*Suite 950, 1130 West Pender Street*  
*Vancouver, BC V6E 4A4*

**2. Date of Material Change**

*October 7, 2013*

**3. News Release**

*A news release was issued on October 7, 2013 and disseminated via Canada Stockwatch and Market News.*

**4. Summary of Material Change**

*The Company has issued an aggregate of 2,669,658 common shares at a price of \$0.06 per share, to settle indebtedness with three creditors for debt totaling \$160,179.50.*

**5. Full Description of Material Change**

*Please see attached Schedule “A”*

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

*Not applicable.*

**7. Omitted Information**

*No significant facts have been omitted from this report.*

**8. Executive Officer**

*Ruben Verzosa*  
*CEO and President*  
*604-685-0448*

**9. Date of Report**

*October 10, 2013*

SCHEDULE "A"

**GRAVIS ENERGY CORP.**

*Suite 950 – 1130 West Pender St.*

*Vancouver, BC V6E 4A4*

*Tel: 1-778-331-3816*

*Fax: 1-604-685-5120*

CNSX: GVE

GRAVIS ENERGY CORP. ISSUANCE OF COMMON SHARES

**October 7, 2013 – Gravis Energy Corp.** (the "Company") pursuant to debt settlement agreements entered into with certain creditors on October 1, 2013, a total of 2,669,658 Common shares of the Company have been issued. The issuance of the shares satisfies in full the obligations of the Company under the terms of the debt settlement agreements.

**ON BEHALF OF THE BOARD**

*"Ruben Verzosa"*

**CEO, President and Director**

The CNSX has in no way passed on the merits of this proposed transaction and has neither approved nor disapproved the contents of this press release.