

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

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

Loon Energy Corporation (the "**Company**")  
1100, 700 -4<sup>th</sup> Avenue S.W.  
Calgary, Alberta T2P 3J4

**Item 2. Date of Material Change**

June 7, 2021.

**Item 3. News Release**

Press release issued by the Company on June 7, 2021 in respect to the material change referred to in this report via a Canadian news wire service, a copy of which has been filed via SEDAR.

**Item 4. Summary of Material Change**

The Company announced that effective June 7, 2021 Danny Dalla-Longa has been appointed to the board of directors of the Company, Harvey McKenzie a director with the Company has been appointed Interim Chief Financial Officer and Michael Stein, currently Chief Executive Officer of the Company has also been appointed President and Corporate Secretary. Paul Rose resigned as Chief Financial Officer and Norman Holton resigned as President and Corporate Secretary of the Company. The Company thanks Paul and Norm for their service and contributions over the years and wishes them both well in their future endeavours.

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

Danny Dalla-Longa, Director

Mr. Dalla-Longa is currently CEO of Flurotech Ltd., a technology company which is currently involved in the development of a high speed, verifiable, accurate Covid 19 testing technology. He has been involved in the brokerage industry for 5 years and prior to that was a partner for 18 years in a major accounting firm practising in the area of corporate finance and business valuations. Consequently he has considerable experience in acquisitions, divestitures and corporate financings. Mr. Dalla-Longa holds the designations of Chartered Public Accountant as well as Chartered Business Valuator.

Harvey McKenzie, Interim Chief Financial Officer and a Director

Mr. Harvey McKenzie is a CPA, CA (LIFE MEMBER) with more than 35 years' accounting experience, including seven years with an international public accounting firm. He is currently the CFO and Corporate Secretary of Omai Gold Mines Corp., CFO and Director of Debut Diamonds Inc., and a Director of MGM Resources Corp., Jaguar Financial Corporation, Canada Iron Inc., Eagle 1 Capital Corporation, Guyana Frontier Mining Corp., and Loon Energy Corporation. During

the past ten years, Mr. McKenzie has served as CFO of several Canadian publicly listed exploration, development and producing mining companies. His public-company experience includes the TSX, TSXV and AIM, giving him a solid grasp of global reporting standards, IFRS and consolidation of reporting for worldwide entities. Mr. McKenzie holds a Bachelor of Science degree in Mathematics from the University of Toronto.

#### About Loon Energy

Loon was incorporated under the Business Corporations Act (Alberta) in the fourth quarter of 2008 and carried on business as an international oil and gas exploration company until 2017. Loon currently does not carry on any business other than the identification and evaluation of assets or businesses with a view to completing a transaction..

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

Not Applicable.

**Item 7. Omitted Information**

No information has been omitted from this material change report.

**Item 8. Executive Officer**

The following senior officer of Loon Energy Corporation is knowledgeable about the material change and the Report and may be contacted as follows:

Michael Stein, CEO  
Telephone: +1 416-410-7722

**Item 9. Date of Report**

June 7, 2021.