

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

Item 1. Name and Address of Company

APPIA ENERGY CORP. (the “Company” or “Appia”)
500-2 Toronto St.
Toronto, ON M5C 2B6

Item 2. Date of Material Change

The material changes took place on January 20, 2017 and January 30, 2017.

Item 3. News Release

The News Releases as filed on SEDAR were disseminated on January 23, 2017 and January 27, 2017 through Marketwired.

Item 4. Summary of Material Change

Appia announced on January 23, 2017 that, further to its News Release of January 3, 2017, it had closed its non-brokered private placement (the “Offering”) with the sale of 5,000,000 working capital units (“WC Units”) at \$0.20 per WC Unit for proceeds of \$1,000,000.

The Company paid cash finder’s fees of an aggregate of \$57,500 to eligible finders. All securities issued pursuant to the above referenced Offering are subject to a hold period expiring on May 21, 2017.

In addition, further to its News Release of January 23, 2017, the Offering was oversubscribed and the Company announced that it would close the final tranche of its Offering on January 30, 2017 with the sale of an additional 405,000 WC Units at \$0.20 per WC Unit for proceeds of \$81,000. The Company intends to use the proceeds from the \$1,000,000 raised from the first closing of the Offering plus the additional funds raised (an aggregate of \$1,081,000) to drill the Loranger Property and for exploration of the Otherside Property to bring it to the drilling stage and for working capital.

The Company will pay a further cash finder’s fee of \$5,000 to an eligible finder. All securities issued pursuant to the final tranche will be subject to a hold period expiring on May 31, 2017.

Item 5. Full Description of Material Change

Each WC Unit is priced at \$0.20 and consists of one (1) common share and one (1) common share purchase warrant (a “WC Warrant”). Each WC Warrant entitles the holder to purchase one (1) common share (a “WC Warrant Share”) at a price of \$0.30 per WC Warrant Share exercisable until the earlier of: (i) five (5) years from closing; and (ii) in the event that the closing price of the Common Shares on the Canadian Securities Exchange is at least \$0.60 for twenty (20) consecutive trading

days, and the 20th trading day (the “Final Trading Day”) is at least four (4) months from the Closing Date, the date which is thirty (30) days from the Final Trading Day (the “Trigger Date”).

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

Confidentiality is not requested.

Item 7. Omitted Information

No information has been omitted in respect of the material change.

Item 8. Executive Officer

Tom Drivas, President & CEO
(416) 546-2707
email: appia@appiaenergy.ca

Item 9. Date of Report

January 30, 2017

