

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

SUPER NOVA PETROLEUM CORP.
318-1199 W. Pender Street
Vancouver, BC V6E 2R1
Telephone: (604) 221-8936

Item 2. Date of Material Change

July 19, 2017

Item 3. News Release

News Release was issued July 19, 2017 at Vancouver, BC.

Item 4. Summary of Material Change

Super Nova Petroleum Corp. settles \$178,312.83 in Debt6 and Closes \$75,000 private Placement.

Item 5. Full Description of Material Change

Super Nova Petroleum Corp. announces that it has settled an aggregate of \$178,312.83 in debt owed to certain creditors through the issuance of an aggregate of 2,377,505 Special Warrants. Each Special Warrant shall automatically convert, without any further consideration or action on the part of the Creditor, at 12:01 a.m. on the earlier of i.) the second anniversary of the date of issuance of the Special Warrants, and ii.) the closing of a significant transaction involving the Company.

At the Conversion Time, each Special Warrant shall convert into a unit (a "Unit") of the Company. Each Unit shall be comprised of one common share and one transferable, share purchase warrant (a "Warrant"). Each Warrant shall be exercisable into a common share (a "Warrant Share") at any time up to the close of business on the second anniversary of the issuance of the Units at a price of \$0.10 per Warrant Share. One of the parties which are settling debt with The Company is a related party. Quorum Capital Corp. settled \$52,740.29 in debt and received 703,204 Special Warrants.

The Company also announces that it has closed a non-brokered private placement financing. Super Nova issued 1,000,000 units for aggregate gross proceeds of \$75,000. Each unit is comprised of one common share and one common share purchase warrant. Each warrant entitles a holder to acquire one additional common share for a period of two years at a price of \$0.10 per share.

No related party of the Company participated in the private placement and no finder's fee was paid. All securities issued under the offering are subject to a hold period under securities law of four months and a day from the date of issuance.

Item 6. Reliance on subsection 7.1(2) or (3) of national Instrument 51-102

Not applicable.

Item 7. Omitted Information

The undersigned is aware of no information of a material nature that has been omitted.

Item 8. Executive Officer

Mr. Wolf Wiese, Chief Executive Officer & President of the issuer, is knowledgeable about the material change and this report. He can be contacted at (604) 221-8936.

Item 9. Date of Report

Dated July 19, 2017 at Vancouver, British Columbia.