

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

**ITEM 1 NAME AND ADDRESS**

*Spey Resources Corp.(the “Company” or “Spey”)  
Suite 200, 551 Howe Street  
Vancouver, British Columbia V6C 2C2*

**ITEM 2 DATE OF MATERIAL CHANGE**

*August 23, 2018*

**ITEM 3 NEWS RELEASE**

*The Company issued a news release on August 23, 2018 relating to the material change, which was disseminated through Stockwatch, Market News and subsequently filed on SEDAR and with the Canadian Securities Exchange.*

**ITEM 4 SUMMARY OF MATERIAL CHANGE:**

*Spey announced the completion of its initial public offering (the “Offering”) of common shares through its agent, Mackie Research Corporation (the “Agent”).*

**ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE**

*The Company completed the Offering through the Agent of 3,500,000 common shares for aggregate gross proceeds of \$350,000. Common shares of the Company commenced trading on the Canadian Securities Exchange under the symbol “SPEY” on August 24, 2018.*

**ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102**

*Not applicable. This report is not being filed on a confidential basis.*

**ITEM 7 OMITTED INFORMATION**

*N/A*

**ITEM 8 EXECUTIVE OFFICER**

The following executive officer of the Company is knowledgeable about the material change and this report:

*Marshall Farris, Chief Executive Officer  
Telephone: (604) 637-6373*

**ITEM 9 DATE OF REPORT**

*August 30, 2018*