

FORM 51-102F3
Material Change Report

1. Name and Address of Company

Trillion Energy International Inc. (the "**Corporation**")

Canadian Office: Suite 700 838 West Hasting Street, Vancouver, BC, V6C 0A6

Head Office: Turan Gunes Bulvari, Park Oran Ofis Plaza, 180-y, Daire:54, Kat:16, 06450, Oran, Cankaya Ankara, Turkey

2. Date of Material Change

November 18, 2020

3. News Release

A news release relating to the material changes described herein was released via the facilities of the CSE on November 18, 2020.

4. Summary of Material Change

The Corporation announced that it has closed a third tranche of its non-brokered private placement financing for aggregate gross proceeds of \$222,600.

5. Full Description of Material Change

5.1 Full Description of Material Change

The Corporation announced that it has closed a third tranche of its non-brokered private placement financing for aggregate gross proceeds of \$222,600 (the "**Offering**"). Under the Offering, the Corporation issued an aggregate of 3,710,000 units ("**Units**"), at a price of \$0.06 per Unit. Each Unit was comprised of one common share in the capital of the Corporation (each a "**Common Share**") and one Common Share purchase warrant ("**Warrant**"). Each Warrant entitles the holder to purchase one Common Share at a price of \$0.12 for a period of 24 months from the closing date.

In connection with the Offering, the Corporation settled a total of \$18,000 in outstanding debt through the issuance to an arm's length creditor of 300,000 Units, at a deemed issue price of \$0.06 per Unit (the "**Debt Settlement**"). Each Unit issued in the Debt Settlement consists of one Common Share and one Warrant under the same terms as the Offering.

The securities issued in connection with the Offering and Debt Settlement will be subject to a 4 month hold period in accordance with applicable securities laws.

The Board of the Corporation has approved the issuance of an aggregate of 1,900,000 restricted share units ("**RSUs**") under the equity compensation plan to certain directors, officers and consultants of the Corporation which shall all vest on issuance. Each vested RSU entitles the holder to receive one Common Share of the Corporation and have all been exercised in connection with the issuance.

Cautionary Statement Regarding Forward-Looking Statements

This release contains forward-looking statements, which are based on current expectations, estimates, and projections about the Corporation's business and prospects, as well as management's beliefs, and certain assumptions made by management. Words such as "anticipates," "expects," "intends," "plans," "believes," "seeks," "estimates," "may," "should," "will" and variations of these words are intended to identify forward-looking statements. Such statements speak only as of the date hereof and are subject to change. The Corporation undertakes no obligation to publicly revise or update any forward-looking statements for any reason, except as required under applicable securities laws. Readers are cautioned that any such forward-looking statements are not guarantees of future business activities and involve risks and uncertainties, and that the Corporation's future business activities may differ materially from those in the forward-looking statements as a result of various factors, including, but not limited to, fluctuations in market prices, the potential impact on the market for its securities, expansion and business strategies, anticipated growth opportunities, equity market conditions including without limitation, the impact of the COVID-19 pandemic, general economic, market or business conditions, the amount of fundraising necessary to perform on its business objectives, fluctuations to gas prices from SASB, unforeseen securities regulatory challenges, operational and geological risks, the ability of the Corporation to raise necessary funds for exploration, the outcome of commercial negotiations, changes in technical or operating conditions, the cost of extracting gas and oil may be too costly so that it is uneconomic and not profitable to do so and other factors discussed from time to time in the Corporation's Securities and Exchange Commission filings and those risks set out in the Corporation's public documents filed on SEDAR, including the most recently filed Annual Report on Form 10-K and subsequent reports on Forms 10-Q and 8-K. Such statements are not guarantees of future performance and are subject to certain risks, uncertainties, and assumptions that are difficult to predict. Accordingly, actual results could differ materially and adversely from those expressed in any forward-looking statements as a result of various factors. There can be no assurances that such information will prove accurate and, therefore, readers are advised to rely on their own evaluation of such uncertainties.

5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable

7. Omitted Information

Not applicable

8. Executive Officer

Arthur Halleran, CEO & President
250-996-4211

9. Date of Report

November 18, 2020