

FORM 51-102F3
Material Change Report

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

Strikewell Energy Corp. (the “Company” or “Strikewell”)
RPO Box 60610
Vancouver, BC V6H 4B9

Item 2. **Date of Material Change**

February 2, 2021

Item 3. **News Release**

A news release dated February 3, 2021 concerning the material change was forwarded to Canada Stockwatch and Market News for dissemination and was filed on SEDAR with the British Columbia and Alberta Securities Commissions and the TSX Venture Exchange.

Item 4. **Summary of Material Change**

The Company has closed an Assignment of Debt with John R. Hislop dated September 30, 2020 (the “Assignment”).

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

Strikewell has closed an Assignment of Debt with John R. Hislop dated September 30, 2020 (the “Assignment”).

As of September 30, 2020, Summus Solutions N.V. was indebted to Strikewell in the aggregate amount of C\$174,434 (the “Summus Indebtedness”) and Strikewell was indebted to John R. Hislop in the aggregate amount of \$12,923,423 (the “Strikewell Indebtedness”).

Pursuant to the Assignment, Strikewell assigned the entire amount of the Summus Indebtedness in the amount of C\$174,434 to John R. Hislop, payable by way of a debt reduction of the Strikewell Indebtedness in the amount of C\$174,434.

John R. Hislop owns 4,230,769 common shares of the Company, representing 49.04% of the issued and outstanding common shares of the Company. In addition, John R. Hislop is a brother of David Hislop, President, Chief Executive Officer, and director of the Company. David Hislop has informed the other directors of the Company that he has no material interest in the Assignment.

See attached – News Release dated February 3, 2021.

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

N/A

Item 7. **Omitted Information**

N/A

Item 8. **Executive Officer**

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

David Hislop
President
Tel: 604-331-3395

Item 9. **Date of Report**

February 3, 2021



NEWS RELEASE

Strikewell Energy Corp. Announces the Closing of the Assignment of Debt

Vancouver, February 3, 2021 – Strikewell Energy Corp. (“Strikewell” or the “Company”) (TSXV: SKK) is pleased to announce the closing of the Company’s Assignment of Debt with John R. Hislop dated September 30, 2020 (the “Assignment”), which was previously announced on October 1, 2020.

As of September 30, 2020, Summus Solutions N.V. was indebted to Strikewell in the aggregate amount of C\$174,434 (the “Summus Indebtedness”) and Strikewell was indebted to John R. Hislop in the aggregate amount of \$12,923,423 (the “Strikewell Indebtedness”).

Pursuant to the Assignment, Strikewell assigned the entire amount of the Summus Indebtedness in the amount of C\$174,434 to John R. Hislop, payable by way of a debt reduction of the Strikewell Indebtedness in the amount of C\$174,434.

John R. Hislop owns 4,230,769 common shares of the Company, representing 49.04% of the issued and outstanding common shares of the Company. In addition, John R. Hislop is a brother of David Hislop, President, Chief Executive Officer, and director of the Company. David Hislop has informed the other directors of the Company that he has no material interest in the Assignment.

The transaction has been approved by the TSX Venture Exchange.

Strikewell owns a 100% working interest in the Garrington Property, through its wholly owned subsidiaries, Strikewell Capital Corp. and ZNX Energy Ltd., encompassing an area of 640 acres with one producing Pekisko oil well, the Garrington 06-06-035-02W5.

Strikewell Energy Corp. is an oil and gas issuer with its common shares listed on the TSX Venture Exchange.

For further information, please contact Mr. David Hislop at (604) 331-3395 and visit the company website at www.strikewellenergy.com.

NEITHER THE TSX VENTURE EXCHANGE INC. NOR ITS REGULATION SERVICE PROVIDER (AS THAT TERM IS DEFINED IN THE POLICIES OF THE TSX VENTURE EXCHANGE INC.) ACCEPTS RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS PRESS RELEASE.