

FORM 51-102F3

**MATERIAL CHANGE REPORT
UNDER NATIONAL INSTRUMENT 51-102**

ITEM 1: NAME AND ADDRESS OF COMPANY

Cobalt Power Group Inc.
142-1146 Pacific Blvd.
Vancouver, BC V6Z 2X7

ITEM 2: DATE OF MATERIAL CHANGE

December 4, 2017

ITEM 3: PRESS RELEASE

December 4, 2017

ITEM 4: SUMMARY OF MATERIAL CHANGE

COBALT POWER GROUP CLOSES CANADIAN COBALT PROJECT ACQUISITION

ITEM 5: FULL DESCRIPTION OF MATERIAL CHANGE

December 4, 2017 Vancouver, British Columbia – Cobalt Power Group Inc. (the “Company”) (TSX.V: CPO, OTC Pink: CBBWF) is pleased to announce that the TSX Venture Exchange has accepted for filing a share purchase agreement dated Oct. 23, 2017, between Cobalt Power Group Inc., Canadian Cobalt Projects Inc. (the vendor) and all of the shareholders of Canadian Cobalt. Cobalt Power has agreed to purchase all of the issued and outstanding common shares in the capital of Canadian Cobalt, which is the registered holder of 33 mineral claims located in the South Lorrain Township, Ontario. Consideration is 29.95 million common shares of the company. Under the agreement, a 1.5-per-cent net smelter royalty will be granted, on a pro rata basis, to the shareholders of Canadian Cobalt.

Highlights:

- Acquisition is comprised of approximately 7,500 ha of strategically located mining claims in the Silver Center area of the Cobalt Camp, Ontario.
- With the addition of this land package, Cobalt Power becomes one of the largest landowners in the prolific Cobalt and Silver Center camps, holding over 8,700 ha. First Cobalt, Cobaltech, and Cobalt One announced a merger earlier this year resulting in a land package slightly larger than Cobalt Power’s at approximately 10,000 ha.
- The Canadian Cobalt Project land package is contiguous with, or within close proximity to, the recently announced First Cobalt/Cobalt One lands and has a similar geological setting.
- The claim group includes the historic Silver Eagle Mine and lies near several past producing mines, including the Keely and Frontier (held by First Cobalt), in the South Lorrain Township, Ontario. The Silver Eagle Mine (which operated around 1918) produced 8,000 ounces of silver from a 6-meter section of mine workings that crossed the property from the adjacent Wettlaufer Mine (cobalt was

not recovered, as was typical for that era).

- There are several known cobalt occurrences found on the land package - all reported in the Ontario Mineral Deposit Inventory files:
 - Labine-McMahon showing - samples collected from a quartz-carbonate vein adjacent to an aplite dike contain cobaltite, arsenopyrite and bismuthinite. An assessment of the heavy material after a partial separation from the gangue returned: 32.54% As, 4.85% Fe, 21.09% Co, 1.18% Ni, 6.26% Bi and 0.09% Zn. A sample of wall rock adjacent to a $\frac{3}{4}$ " wide quartz-carbonate vein assayed 1.10% Co and 0.21% Ni. The sample was collected in 1956 and assayed by the Cobalt Resident Geologist.
 - Friday Creek showing - government reports show "a 20cm quartz-calcite veins with 17 g/t Ag, in Nipissing diabase."
- Three Swedish tenement licence applications are included in the Canadian Cobalt Projects property package. Application decision is expected from the Swedish Mining Inspectorate shortly.

Cobalt Power Group is expected to announce a work program aimed at the Canadian Cobalt Project properties in early 2018. The Company recently completed a Phase 2 drill program at its Smith Cobalt project and currently awaits results. Phase 1 drilling confirmed and enlarged the strike extent of the known mineralization around the historical Smith Cobalt shaft. Results were consistent with historical grades and widths found throughout the Cobalt Camp, Ontario.

"We can now expand our exploration campaign into the Silver Centre region of the Cobalt Camp," comments Dr. Andreas Rompel, President & CEO. "This opportunity for expansion of exploration, along with the credibility and expertise provided by our strategic partner, Hochschild Mining, and the recent investment by Sprott Canada (both becoming significant shareholders with a combined investment of over \$1.13 million CDN), make Cobalt Power one of the premier exploration and development companies in the Cobalt Camp."

About Cobalt Power Group Inc.

Cobalt Power Group Inc. is a publicly traded Canadian exploration company listed on the TSX-Venture Exchange and U.S. Pink Sheets (TSX-V: CPO, OTC Pink: CBBWF) focused on cobalt exploration and development.

The Company has made a series of strategic property acquisitions over the past year, seeking cobalt mineralization near Cobalt, Ontario - a region with a long history of silver and associated cobalt production. Property holdings including the Canadian Cobalt Project and the Coleman Township properties total approximately 8,736 hectares (21,100 acres) in contiguous and strategic claim blocks. There are several historic mining operations on the properties that are potentially accessible, including the Smith Cobalt shaft and its underground workings.

Chris M. Healey, P. Geo, V.P. Exploration and a Director of Cobalt Power Group is the qualified person responsible for the technical content of this release, and consents to its dissemination.

ITEM 6: RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

N/A

ITEM 7: OMITTED INFORMATION

N/A

ITEM 8: EXECUTIVE OFFICERS

Dr. Andreas Rompel – President/CEO; 604.620.7737

ITEM 9: DATE OF REPORT

December 14, 2017