

**Form 51-102F3**  
**Material Change Report**

**1. Name and Address of Company**

**Stamper Oil & Gas Corp.**  
310-221 West Esplanade  
North Vancouver, BC, V7M 3J3  
(the "Company")

**2. Dates of Material Change (s)**

July 23, 2020

**3. News Release(s)**

A news release was issued on July 24, 2020 and disseminated via Stockwatch News and Bay Street News, pursuant to section 7.1 of National Instrument 51-102.

**4. Summaries of Material Changes**

The Company announces that it has closed a non-brokered private placement offering for total gross proceeds of \$200,000.

**5. Full Description of Material Changes**

News Release July 24, 2020 – See Schedule "A"

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

Not applicable.

**7. Omitted Information**

No information has been omitted.

**8. Executive Officer**

Mr. Bryson Goodwin, Interim President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 341-1531

**9. Date of Report**

This report is dated July 27, 2020.

SCHEDULE "A"  
to the Material Change Report dated July 27, 2020

PRESS RELEASE

July 24, 2020

**Stamper Oil & Gas Corp.  
Closes \$200,000 Non-Brokered  
Private Placement**

**VANCOUVER, Canada – – Stamper Oil & Gas Corp. (TSX-V: STMP) (FSE: TMP2) (OTCQB: STMGF) ("Stamper" or "the Company")** is pleased to announce that it has closed a non-brokered private placement offering, as previously announced on June 18, 2020, for total gross proceeds of \$200,000.

The Company has allotted and issued 20,000,000 common shares (the "**Shares**") at a price of \$0.01 per Share.

The Company intends to use the proceeds towards the following:

<i>Broadridge</i>	472.50
<i>Canada Revenue Agency</i>	5,295.22
<i>Computershare</i>	4,164.01
<i>Davidson &amp; Co LLP</i>	22,799.18
<i>Richards Buell Sutton</i>	12,322.02
<i>TSX Venture Exchange Inc.</i>	5,460.00
<i>Property identification and diligence and the requirements in keeping the Company in good standing with the Exchange, including property reports</i>	100,000.00
<i>Unallocated working capital</i>	49,487.07

All Shares issued will be subject to the Exchange Hold Period of four months and one day, expiring November 24, 2020. The private placement remains subject to final approval of the TSX Venture Exchange.

**About Stamper Oil & Gas Corp.**

Stamper Oil & Gas Corp. (TSX.V: STMP) is an oil and gas company, engaged in the acquisition, exploration and development of conventional oil and natural gas properties. The Company plans to identify and build out a portfolio of high-impact oil and gas prospects. Stamper is committed to creating sustainable shareholder value by evaluating and developing future prospects into commercially viable assets.

For further information on Stamper Oil & Gas Corp. please visit [www.stamperoilandgas.com](http://www.stamperoilandgas.com).

ON BEHALF OF THE BOARD OF DIRECTORS

"Bryson Goodwin"

Interim President & CEO

Chairman of Board of Directors

For further information, please contact:

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