

FORM 51-102F3

MATERIAL CHANGE REPORT

**Item 1: Name and Address of Reporting Issuer**

Starr Peak Exploration Ltd. (the "Company")  
Suite 804 – 750 West Pender Street  
Vancouver BC V6C 2T7

**Item 2: Date of Material Change**

January 9, 2018

**Item 3: News Release**

A news release was issued and disseminated on January 9, 2018 through The Newswire and filed on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Item 4: Summary of Material Changes**

Starr Peak Exploration Ltd. is pleased to announce the appointment of Dale Dobson, as Chief Financial Officer of the Company effective January 9, 2018. The Board of Directors announces that Christopher P. Cherry resigned as Chief Financial Officer and director of the Company effective January 8, 2018.

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

**Starr Peak Exploration Ltd.** (the "Company") is pleased to announce the appointment of Dale Dobson, as Chief Financial Officer of the Company effective January 9, 2018.

Mr. Dobson, CPA, CGA is a member of the Chartered Professional Accountants of British Columbia. He has been working for TSX-V listed mining companies since 1994.

The Board of Directors announces that Christopher P. Cherry resigned as Chief Financial Officer and director of the Company effective January 8, 2018. The Board expresses their thanks to Mr. Cherry for his service to the Company.

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

Not applicable.

**Item 7: Omitted Information**

None.

**Item 8: Executive Officer**

For further information, please contact:

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**Item 9: Date of Report**

January 9, 2018