

**FORM 51-102F3
MATERIAL CHANGE REPORT
UNDER NATIONAL INSTRUMENT 51-102**

1. Name and Address of Company

Gen III Oil Corporation (the "**Company**")
910 – 1050 West Pender St.
Vancouver, BC V6E 3S7

2. Date of Material Change

October 2, 2017

3. News Release

On October 3, 2017, the Company disseminated a news release through Marketwired.

4. Summary of Material Change

The Company appointed Grant Brown as Executive Vice President, effective October 2, 2017.

5. Full Description of Material Change

The Company appointed Grant Brown as Executive Vice President, effective October 2, 2017.

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

Not Applicable

7. Omitted Information

None

8. Executive Officer

For further information please contact Greg Clarkes, Chief Executive Officer of the Company at (604) 374-6783.

9. Date of Report

October 6, 2017