

**51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Crestview Exploration Inc.  
330 5<sup>th</sup> Ave, Suite 1800  
Calgary, AB T2P 0L3

**Item 2 Date of Material Change**

April 15, 2020

**Item 3 News Release**

A news release disclosing the material change was issued on April 15, 2020 through Newsfile

**Item 4 Summary of Material Change**

Crestview Exploration Inc. announced it engaged Onyx Capital GmbH of Germany to be the Company's business development, technology, M&A and marketing consultant in Europe for a 2-year period. The Company also announced an equity financing of up to \$2 million dollars CDN at an offering price of CAD\$0.96 per share. Each share will consist of one common share and one warrant, exercisable into an additional common share at a strike price of CAD\$1.20 for four years from the date of issuance. Subject to Exchange approval, the Company will issue eight percent (8%) finder's fees cash and eight percent (8%) compensation full warrants, exercisable at a price of CAD\$1.20 for four (4) years.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

See attached news releases.

*5.2 Disclosure for Restructuring Transactions*

N/A

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

N/A

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Glen Watson,  
CEO, 1.604.803.5229 / glen@crestviewexploration.com

**Item 9 Date of Report**

April 15, 2020

## **Crestview Exploration Inc. Announces up to \$2 million Financing and Expansion of its European Shareholder Base**

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Crestview Exploration Inc. (CSE: CRS, Frankfurt: CE7) (“Crestview” or the “Company”) is pleased to announce the engagement of Onyx Capital GmbH of Germany (“Onyx”) to be the Company’s key business development, technology, M&A and marketing consultant in Europe. Onyx is engaged for a 2-year period and will receive 500,000 shares and warrants of the Company and a total of 50,000 €.

In order to provide additional capital for the purposes of developing the Company’s projects, Crestview is pleased to announce an equity financing of up to \$2 million dollars CDN at an offering price of CAD\$0.96 per share. Each share will consist of one common share and one warrant, exercisable into an additional common share at a strike price of CAD\$1.20 for four years from the date of issuance.

Subject to Exchange approval, the Company will issue eight percent (8%) finder's fees cash and eight percent (8%) compensation full warrants, exercisable at a price of CAD\$1.20 any time for four years from the date of issuance.

The securities issuable pursuant to the agreement and financing will have a four month hold period from the date of issuance and the financing remains subject to regulatory and stock exchange approval.

### **About Crestview Exploration Inc:**

Crestview Exploration is a technology driven, well-funded and experienced exploration company focused on finding gold and silver deposits in mining friendly jurisdictions. The company flagship project Rock Creek is located in north-central Nevada, in Elko County.

### **For further information please contact:**

Glen Watson, Chief Executive Officer

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NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATION SERVICES PROVIDER HAS REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE

### **Forward-Looking Information**

*This news release includes certain information that may be deemed “forward-looking information” under applicable securities laws. All statements in this release, other than statements of historical facts, that address acquisition of the Property and future work thereon, mineral resource and reserve potential, exploration activities and events or developments that the Company expects is forward-looking information. Although the Company believes the expectations expressed in such statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the statements. There are certain factors that could cause actual results to differ materially from those in the forward-looking information. These include the results of the Company’s due diligence investigations, market prices, exploration successes, continued availability of capital financing, and general economic, market or business conditions, and those additionally described in the Company’s filings with the Canadian securities authorities.*

*Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking information. For more information on the Company, investors are encouraged to review the Company’s public filings at [www.sedar.com](http://www.sedar.com). The Company disclaims any intention or obligation to update or revise any forward- looking information, whether as a result of new information, future events or otherwise, other than as required by law.*