

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Lightning Ventures Inc. fka Highmark Marketing Inc. ("the **Issuer**")
Suite 800, 1199 West Hastings Street
Vancouver, BC V6E 3T5

Item 2: Date of Material Change

June 20, 2016

Item 3: News Release

A news release was issued and disseminated on June 17, 2016 and filed on SEDAR (www.sedar.com) and the Canadian Securities Exchange (the "**CSE**"). A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change

The Issuer announced that the CSE has granted the Company approval to implement its name change in connection with the change in business transaction whereby the company acquired Lightning Industries, Inc. Effective June 20, 2016, at market open, the common shares of the Issuer began trading under the new name "Lightning Ventures Inc.", and under the new corresponding trading symbol, "LVI".

Item 5: Full Description of Material Change

Please see the attached Schedules "A".

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

Marc Branson, VP Corporate Development
Telephone: 778.279.2555

Item 9: Date of Report

June 20, 2016

Schedule "A"



Suite 800 – 1199 West Hastings Street, Vancouver, BC V6E 3T5

HIGHMARK MARKETING INC. ANNOUNCES APPROVAL FOR CHANGE IN NAME AND TICKER SYMBOL

VANCOUVER, CANADA--(June 17, 2016) – Highmark Marketing Inc. (CSE:HMK) (the "Company") is pleased to announce that the Canadian Securities Exchange has granted the Company approval to implement its name change in connection with the change in business transaction whereby the company acquired Lightning Industries, Inc. Effective June 20, 2016, at market open, the common shares of the Company will trade under the new name "Lightning Ventures Inc.", and under the new corresponding trading symbol, "LVI".

The name change was unanimously approved by the directors of the Company, and management has filed the required documents with the BC Corporate register to effect the name change. The Company's new CUSIP is 532248101 and its new ISIN is CA5322481014.

About the Company

The Company is an oil and gas industrial services company. It operates a specialty manufacturing business based in Hobbs, New Mexico through its subsidiary Lightning Industries, Inc., which provides products to enhance efficiency and increase the production of oil and gas wells. The Company also is engaged in the service and sale of water for industrial purposes in the oil and gas industry in Mexico with its business partner, Tadhams Energy.

For further information on Lightning, please contact:

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Investor Relations
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The CSE has not reviewed, nor approved or disapproved the content of this press release.

Forward-Looking Information:

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of Highmark. Forward-looking information is based on certain key expectations and assumptions made by the management of the Company,

including future plans for acquisitions. Although the Company believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because the Company can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. The Company disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.