

Form 51-102F3
Material Change Report

1. Name and Address of Company

Lightning Ventures Inc.
700-838 W Hastings Street
Vancouver, BC, V6C 0A6

(the "Company")

2. Dates of Material Change(s)

July 19, 2018

3. News Release(s)

A news release was issued on July 20, 2018 and disseminated via Baystreet News and Stockwatch News pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

Lightning Ventures announces change of directors.

5. Full Description of Material Changes

News releases dated July 20, 2018 – 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. Donald Rainwater, President & CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (210) 535-5700.

9. Date of Report

This report is dated July 23, 2018.

SCHEDULE "A"
to the Material Change Report dated July 23, 2018

Lightning Ventures Announces Change of Directors

VANCOUVER, CANADA, July 20, 2018 – Lightning Ventures Inc. (CSE: LVI) (the "**Company**" or "**Lightning**") announces that Kelly Pladson and Keith Anderson have resigned from the Company's Board of Directors, effective immediately. Ms. Pladson will remain Corporate Secretary of the Company.

The Company wishes to thank Mr. Anderson for his contributions to the Company and wishes him the best in his future endeavors. Management is actively seeking new Board members that will help further the Company's business.

About the Company

Lightning Ventures Inc. is an oil and gas industrial services company engaged in the manufacture and sale of products intended to enhance efficiency and increase the production of oil and gas wells.

Further information about Lightning Ventures is available under its profile on the SEDAR website www.sedar.com.

For further information on the Company, please contact:

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