

FORM 51-102F3

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

1. **Name and Address of Company**

Currie Rose Resources Inc. (the “**Company**”)
2702-401 Bay Street
P.O. Box 136
Toronto ON M5H 2Y4

2. **Date of Material Change**

August 15, 2018

3. **News Release**

A news release with respect to the material change referred to in this report was disseminated through Newsfile on August 15, 2018 and filed on the system for electronic document analysis and retrieval (SEDAR).

4. **Summary of Material Change**

The Company has closed the private placement previously announced on June 28, 2018 and July 31, 2018 (the “**Private Placement**”). Pursuant to the Private Placement, the Company has issued 10,000,000 units (the “**Units**”) at \$0.05 per Unit for total proceeds of \$500,000.

5. **Full Description of Material Change**

The Company has closed the Private Placement, pursuant to which it has issued 10,000,000 Units at \$0.05 per Unit for aggregate gross proceeds of \$500,000. Each Unit consists of one common share of the Company and one-half of one common share purchase warrant, with each whole warrant entitling the holder thereof to purchase one additional common share of the Company at \$0.10 per share until October 17, 2020. All securities issued pursuant to the Private Placement are subject to a hold period until December 15, 2018.

Under the Private Placement, the Company issued a finder’s fee of \$25,000 to an arm’s length finder, Meddip Limited (the “**Finder**”), payable through the issuance of 500,000 Units to the Finder.

An insider of the Company, Stephen Coates (“**Coates**”), subscribed for and was issued 500,000 Units under the Private Placement through Bolingbroke Investments Inc. Coates, as an insider of the Company, is considered a “related party” of the Company, as defined in Multilateral Instrument 61-101 – *Protection of*

Minority Security Holders in Special Transactions ("MI 61-101"). The issuance of Units to Coates under the Private Placement was a "related party transaction", as defined in MI 61-101.

The Company anticipates that the above-mentioned related party transaction will not have a material effect on the Company's business and affairs. The board of directors of the Company (the "**Board**") reviewed and approved the above-mentioned related party transaction with no materially contrary view or abstention by any director. The Board did not engage a special committee in deciding to complete such related party transaction.

Upon the closing of the Private Placement, Coates holds 0.016% of the outstanding listed common shares of the Company on an undiluted basis and 0.02% on a diluted basis. The Board has determined that the related party transaction is exempt from the formal valuation and minority approval requirements outlined in sections 5.5 and 5.7 of MI 61-101, as the fair market value of the Units issued to Coates does not exceed 25 per cent of the Company's market capitalization.

No prior valuation in respect of the Company that relates to the subject matter of, or that is otherwise relevant to, the Private Placement has been made in the 24 months prior to this report, the existence of which is known after reasonable inquiry to the Company or to any director or senior officer of the Company. The Company did not file a material change report more than 21 days before the closing of the Private Placement as the details of the Private Placement and the participation therein by related parties of the Company were not settled until shortly prior to closing and the Company wished to close the Private Placement on an expedited basis for sound business reasons.

6. **Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

7. **Omitted Information**

Not applicable.

8. **Executive Officer**

For further information, contact Michael Griffiths, Director and CEO of Currie Rose Resources Inc. at 905-688-9115.

9. **Date of Report**

August 24, 2018