

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

**Item 1            Name and Address of Company**

Aurania Resources Ltd.  
8 King Street East, Suite 1010  
Toronto, ON M5C 1B5

**Item 2            Date of Material Change**

June 15, 2017

**Item 3            News Release**

The press release attached as Schedule A was released over Marketwired on June 15, 2017.

**Item 4            Summary of Material Change**

The material change is described in the press release attached as Schedule A.

**Item 5            Full Description of Material Change**

The material change is described in the press release attached as Schedule A.

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

Not applicable.

**Item 7            Omitted Information**

Not applicable.

**Item 8            Executive Officer**

Dr. Richard Spencer, President  
Aurania Resources Ltd.  
416-367-3200  
[richard.spencer@aurania.com](mailto:richard.spencer@aurania.com)

**Item 9            Date of Report**

June 15, 2017

## SCHEDULE A



# AURANIA

RESOURCES LTD.

### **AURANIA RESOURCES LTD. RELEASES SECOND VIDEO IN ITS DOCUMENTARY SERIES “IN SEARCH OF THE LOST CITIES” & SIGNS GEOPHYSICAL SURVEY CONTRACT**

**Toronto, Ontario, June 15, 2017 – Aurania Resources Ltd. (TSXV: ARU) (“Aurania” or the “Company”)** is pleased to announce the release of “*Maps and Documents*” the second episode in the documentary series “*In Search of The Lost Cities.*”

The first episode in the series focused on the gathering of the historical data that underscores the significance of Logroño de Los Caballeros and Sevilla de Oro as centres that produced gold for the Spanish empire in the 1500’s. The second episode is now available on Aurania’s website at:

<http://www.aurania.com/in-search-of-the-lost-cities/episode-2-maps-and-documents/>

Yesterday the Company signed a contract for an airborne geophysics program to be undertaken over the 2,080 square kilometre The Lost Cities – Cutucu Project. The heliborne survey will measure magnetic and radiometric data that have proved to be very effective in identifying porphyry centres in the Cordillera del Condor that lies along trend immediately adjacent to The Lost Cities – Cutucu Project. Many of the porphyry centres in the Cordillera del Condor are mineralized, and mine construction has started on two of these copper-gold deposits.

#### **About Aurania**

Aurania Resources Ltd. (TSXV: ARU) is a junior exploration mining company engaged in the identification, evaluation, acquisition and exploration of mineral property interests, with a focus on precious metals. Its flagship asset, the Lost Cities – Cutucu Project, is located in the Jurassic Metallogenic Belt in the eastern foothills of the Andes mountain range, in southeastern Ecuador.

Information on Aurania and technical reports are available at [www.aurania.com](http://www.aurania.com) and on SEDAR at [www.sedar.com](http://www.sedar.com), as well as on Facebook at <https://www.facebook.com/auranialtd/>, Twitter at <https://twitter.com/auranialtd>, and LinkedIn at <https://www.linkedin.com/company/aurania-resources-ltd->.

For further information, please contact:

<p>Dr. Richard Spencer President Aurania Resources Ltd. (416) 367-3200 <a href="mailto:richard.spencer@aurania.com">richard.spencer@aurania.com</a></p>	<p>Donna McLean Chief Financial Officer Aurania Resources Ltd. (416) 417-8349 <a href="mailto:donna@aurania.com">donna@aurania.com</a></p>
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Neither the TSXV nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this release.

### **Forward-Looking Statements**

This news release contains forward-looking information that involves substantial known and unknown risks and uncertainties, most of which are beyond the control of Aurania. Forward-looking statements include estimates and statements that describe Aurania's future plans, objectives or goals, including words to the effect that Aurania or its management expects a stated condition or result to occur. Forward-looking statements may be identified by such terms as "believes", "anticipates", "expects", "estimates", "may", "could", "would", "will", or "plan". Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. Although these statements are based on information currently available to Aurania, Aurania provides no assurance that actual results will meet management's expectations. Risks, uncertainties and other factors involved with forward-looking information could cause actual events, results, performance, prospects and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward looking information in this news release includes, but is not limited to, Aurania's company's objectives, goals or future plans, statements, exploration results, potential mineralization, the corporation's portfolio, treasury, management team and enhanced capital markets profile, the estimation of mineral resources, exploration and mine development plans, timing of the commencement of operations and estimates of market conditions. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to, failure to identify mineral resources, failure to convert estimated mineral resources to reserves, the inability to complete a feasibility study which recommends a production decision, the preliminary nature of metallurgical test results, delays in obtaining or failures to obtain required governmental, regulatory, environmental or other project approvals, political risks, inability to fulfill the duty to accommodate First Nations and other indigenous peoples, uncertainties relating to the availability and costs of financing needed in the future, changes in equity markets, inflation, changes in exchange rates, fluctuations in commodity prices, delays in the development of projects, capital and operating costs varying significantly from estimates and the other risks involved in the mineral exploration and development industry, and those risks set out in Aurania's public documents filed on SEDAR. Although Aurania believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information, which only applies as of the date of this news release, and no assurance can be given that such events will occur in the disclosed time frames or at all. Aurania 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.