

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

1. Name and Address of Company

Benz Mining Corp. (the “Company”)
Suite 606, 909 Burrard Street
Vancouver, BC V6Z 2N2

2. Date of Material Change

September 1, 2017.

3. News Release

A news release relating to the material change described herein was disseminated through the facilities of GlobeNewswire on September 1, 2017 and filed via SEDAR to the securities commissions in British Columbia and Alberta.

4. Summary of Material Change

The Company announced that it has closed its previously announced non-brokered private placement (the “Private Placement”).

5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that it has closed its Private Placement. The Company issued 12,502,500 units (each, a “Unit”) at a price of \$0.20 per Unit, for gross proceeds of \$2,500,500. Each Unit consists of one common share in the capital of the Company (each a “Share”) and one whole common share purchase warrant (each a “Warrant”). Each Warrant entitles the holder to purchase one Share (a “Warrant Share”) at a price of \$0.35 per Warrant Share until September 1, 2019.

The Warrants are subject to an acceleration clause. If the closing price of the Company’s Shares on the TSX Venture Exchange is at or above \$0.55 per share for a period of twenty (20) consecutive trading days during the term of the Warrants, the Company may accelerate the expiry date of the Warrants to 30 calendar days from the date express written notice is given by the Company to the holder.

The net proceeds from the Private Placement will be used for completion of the 2017 exploration program of Benz’s flagship Mel Zinc project near Watson Lake, Yukon and working capital.

All of the Shares issued pursuant to the Private Placement (including Warrant Shares issuable upon exercise of Warrants) will be subject to a four-month hold period expiring January 2, 2018.

Finder's fees in the aggregate of \$130,760 will be paid and an aggregate of 653,800 Finder's warrants will be issued in conjunction with the Private Placement.

After giving effect to the Private Placement, the Company will have an aggregate of 24,562,568 Shares issued and outstanding.

The Company also announced that pursuant to its Stock Option Plan, it has granted incentive options to directors, officers, employees and consultants to purchase up to 1,550,000 common shares of the Company at an exercise price of \$0.265 per share for a term of 10 years, expiring August 31, 2027. The options will vest and be exercisable on the basis of 25% annually commencing September 1, 2018, the first anniversary of the date of the option grant

5.2 Disclosure of Restructuring Transactions

Not applicable.

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

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

Please contact Miloje Vicentijevic, President and Chief Executive Officer, at 604.617.1239

9. Date of Report

September 11, 2017.