

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Sanatana Resources Inc. (“**Sanatana**” or the “**Company**”)
1910 – 925 West Georgia Street
Vancouver, BC V6C 3L2

Item 2. Date of Material Change

March 20, 2019

Item 3. News Release

News Release dated March 21, 2019 was disseminated via Globe Newswire and filed on SEDAR on March 21, 2019.

Item 4. Summary of Material Change

Sanatana Closes Tranche 1 of Private Placement

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that further to its news releases of February 7, 2019, closed tranche 1 of a non-brokered private placement of 34,493,500 units (the “Units”) at \$0.05 per Unit for gross proceeds of \$1,724,675 (the “**Tranche 1 Closing**”).

Each Unit consists of one common share in the capital of the Company and one non-transferable share purchase warrant (a “**Warrant**”). Each Warrant entitles the holder to purchase one additional common share (a “**Warrant Share**”) at a price of \$0.10 per Warrant Share on or before March 20, 2022.

In connection with the Tranche 1 Closing, the Company paid eligible finders aggregate commissions of \$103,577.25 (the “**Finder’s Fees**”). The Company also issued a total of 2,029,545 non-transferable finder’s warrants (individually a “**Finder Warrant**”). Each Finder Warrant will entitle the holder thereof to purchase an additional common share at a price of \$0.10 per common share for a period expiring on March 20, 2022.

All securities issued in connection with the Tranche 1 Closing are subject to a statutory hold period expiring on July 21, 2019 in accordance with applicable securities legislation.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Peter Miles, President and Chief Executive Officer
Telephone: 604- 408-6680.

Item 9. Date of Report

DATED at Vancouver, BC, this 29th day of March, 2019.