

Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Centenera Mining Corporation (the “**Issuer**”)
Suite 2300 – 1177 West Hastings Street
Vancouver, British Columbia, V6E 2K3

Item 2 Date of Material Change

May 12, 2017

Item 3 News Release

The press release was released on May 18, 2017 through various approved public media and filed with the TSX Venture Exchange and the British Columbia and Alberta.

Item 4 Summary of Material Change

The Issuer reports the resignation of a director.

Item 5 Full Description of Material Change

The Issuer reports that Charles Straw will not stand for re-election at the upcoming AGM, which will be held on June 26, 2017. Mr. Straw has resigned, effective May 12, 2017. The Company would like to thank Mr. Straw for his service over the past two years and wish him success in his future endeavours.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Keith Henderson, President & CEO is knowledgeable about the material change and may be contacted at 604.638-3456

Item 9 Date of Report

May 18, 2017