

FORM 51-102F3
Material Change Report

Item 1. Name and Address of Company

Mammoth Resources Corp.
("Mammoth" or the "Company")

Exchange Tower
#410 - 150 York Street
Toronto, Ontario, M5H 3S5

Item 2. Date of Material Change

May 25, 2017

Item 3. News Release

The news release was disseminated on May 25, 2017

Item 4. Summary of Material Change

Wanda Cutler has resigned from the Board of Directors of the Company.

Mr. Paul O'Brien has been appointed as a Director of the Company and Chair of the Company's Audit Committee.

175,000 options have been issued to Mr. O'Brien exercisable at \$0.08 under the terms of the Company's Option Plan.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company has appointed Mr. Paul O'Brien as a Director of the Company. Mr. O'Brien has a total of 21 years experience in the mining business, including more than seven years in gold equity research covering developing companies to senior producers as well as precious metals forecasting, during which time he was ranked in the top five of Wall Street Journal's "Best on the Street Analyst Survey" for North American Mining Analysts two years in a row. In addition Mr. O'Brien has 12 years experience in corporate advisory and investment banking primarily focused on the mining industry where he gained global mining capital markets experience in Canada and Australia as a member of bank-owned capital markets groups. Mr. O'Brien received his B. Com from McMaster University and is a CFA Charterholder. Mr. O'Brien's appointment remains to be approved by the TSX however, the board of Mammoth is confident such approval will be received in a timely manner. A total of 175,000 options exercisable at \$0.08 under the terms of the Company's Option Plan have been issued to Mr. O'Brien in his role as a director and Chair of the Company's Audit Committee.

At this same time Ms. Wanda Cutler will resign from the board of the Company due to other professional obligations. Thomas Atkins, President and CEO of Mammoth would like to take this opportunity to thank Ms. Cutler for her generous and thoughtful contributions to the Company over the past two years and welcomes Mr. O'Brien to the

board and looks forward to working with him in the future as the Company develops it's Tenoriba precious metal project in Chihuahua State, Mexico.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable

Item 7. Omitted Information

Not applicable

Item 8. Executive Officer

Thomas Atkins, President and Chief Executive Officer
(416) 509-4326

Item 9. Date of Report

May 26, 2017