

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Cava Resources Inc.
65 Queen St. W., Suite 510
Toronto, Ontario M5H 2M5

Item 2. Date of Material Change

February 13, 2018

Item 3. News Releases

A press release in the form of Schedule A attached hereto was disseminated on February 13, 2018 via Newsfile Corp.

Item 4. Summary of Material Change

Cava Resources Inc. (TSXV: CVA) ("Cava" or the "Company") has announced that it has completed the acquisition of all of the issued and outstanding shares of Gold Rush Cariboo Inc. ("Gold Rush"), which has previously entered into an agreement with Goldlands Inc. ("Goldlands") with respect to the purchase of the alluvial gold and platinum mining project known as the Horseshoe Bend project consisting of one Placer Lease and six Placer Claims totaling 254.9 acres. In addition, Gold Rush has acquired an option to acquire an additional 16 adjacent properties totaling approximately 8,000 acres which are held by Goldland.

The completion of the Gold Rush transaction follows the closing of Cava's financing which was announced on February 9, 2018 and raised a total of \$1,740,000.

In connection with Cava's completion of the acquisition of Gold Rush, Cava has also completed the transaction with Goldlands, including the purchase of the Horseshoe Bend project.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

See Schedule A attached.

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

Not applicable.

Item 8. Executive Officer

The following officer of the Company may be contacted for further information:

R. Brian Murray, President

Telephone: 416-985-7810

Item 9. Date of Report

This report is dated this 13th day of day of February, 2018.



**CAVA RESOURCES INC. COMPLETES ACQUISITION OF GOLD RUSH CARIBOO INC.
INCLUDING THE HORSESHOE BEND ALLUVIAL GOLD PROJECT
AND OPTION ON 16 ADDITIONAL PROPERTIES**

Toronto, Ontario--(Newsfile Corp. - February 13, 2018) Cava Resources Inc. ("Cava" or the "Company") (TSX Venture - CVA) announces that it has completed the acquisition of all of the issued and outstanding shares of Gold Rush Cariboo Inc. ("Gold Rush"), which has previously entered into an agreement with Goldlands Inc. ("Goldlands") with respect to the purchase of the alluvial gold and platinum mining project known as the Horseshoe Bend project consisting of one Placer Lease and six Placer Claims totaling 254.9 acres. In addition, Gold Rush has acquired an option to acquire an additional 16 adjacent properties totaling approximately 8,000 acres which are held by Goldland.

As consideration for the acquisition of all of the issued and outstanding shares of Gold Rush Cariboo Inc., Cava has (i) issued 12,600,000 common shares of Cava to the shareholders of Gold Rush; and (ii) issued a promissory note to Goldlands in the amount of \$2,250,000, which is convertible into common shares of Cava at a conversion price of \$0.40 per share for a total of 5,625,000 common shares if fully converted.

The completion of the Gold Rush transaction follows the closing of Cava's financing which was announced on February 9, 2018 and raised a total of \$1,740,000.

In connection with Cava's completion of the acquisition of Gold Rush, Cava has also completed the transaction with Goldlands as described above, including the purchase of the Horseshoe Bend project.

HIGHLIGHTS

- "Horseshoe Bend " Acquisition & Option on over 16 alluvial gold properties in southwest British Columbia comprising over 8,000 acres

The properties are all located in southwest British Columbia just north of Likely, BC, approximately 52 kilometres southeast of Quesnel, BC in the heart of the historic Likely- Barkerville Gold Camp. Historic placer gold production in the Cariboo has been estimated at 2.5 to 3 million ounces as of 1993¹. The placer gold was recovered from pre-glacial and inter glacial gravels in buried paleo channels of modern stream valleys. These placer deposits have been speculated to originate from underlying bedrock gold deposits and considerable exploration has been directed at exploring for the source of these placer deposits. Historic production and recent exploration success by neighbouring Barkerville Gold Mines Ltd. and by Spanish Mountain Gold Ltd. indicate the potential for additional multi-million ounce gold discoveries in this region.²

1. From Levson and Giles (1993). Geology of Tertiary and Quaternary Gold-Bearing Placers in the Cariboo Region, British Columbia (93A, B, G, H). British Columbia Ministry of Energy and Mines Bulletin 89.

2. The presence of bedrock mineralization on the Barkerville and Spanish Mountain properties is not necessarily indicative of placer mineralization on the Horseshoe Bend project.

The Horseshoe Bend project is located approximately 26 kilometres northwest of Likely, B.C, and is readily accessible by four-wheel drive.

The agreement with Goldlands also provides that Goldlands retains a 2.5% net smelter royalty of which 1.0% is available for purchase by Cava.

With regards to the 16 optioned properties, Cava has a period of up to two years in which it has the right to carry out geological testing and sampling and then it can elect to exercise an option to purchase any or all of the 16 properties. Goldlands retains the same payment terms plus an agreed net smelter royalty as described above, although the amount of the promissory note and purchase of specialized gold processing equipment varies for each optioned property.

Cava anticipates work to begin on the Horseshoe Bend project as soon as weather permits.

Completion of the acquisition of Gold Rush was approved by the TSX Venture Exchange.

R. Tim Henneberry, P.Geo. (BC), an independent consultant and qualified person as defined by National Instrument 43-101, has approved the technical contents of this news release.

Cava Resources Inc. continues to hold its 70% interest in certain mining claims in the Casa Berardi region of Quebec. Management is re-evaluating its plans for these properties.

Following the acquisition of Gold Rush, Cava has a total of 38,882,411 common shares issued and outstanding.

Forward-Looking Statements

Certain information set forth in this news release may contain forward-looking statements that involve substantial known and unknown risks and uncertainties, including, but not limited to, the timing of future exploration work or drilling, and the expansion of the mineralization. These forward-looking statements are subject to numerous risks and uncertainties, certain of which are beyond the control of Cava Resources Inc., including, but not limited to, the impact of general economic conditions, industry conditions, volatility of commodity prices, risks associated with the uncertainty of exploration results and estimates, currency fluctuations, dependency upon regulatory approvals, the uncertainty of obtaining additional financing and exploration risk. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. This press release is not, and is not to be construed in any way as, an offer to buy or sell securities in the United States.

The TSXV has not reviewed this news release and does not accept responsibility for the adequacy or accuracy of this news release. The TSXV has neither approved nor disapproved of the contents of this news release.

For further information contact:

R. Brian Murray,
President, 416-985-7810