

This is the form of material change report required under Section 85(1) of the Securities Act.

**BC FORM 51-102F3**  
**(formerly Form 53-901F)**

Securities Act

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT**

**Item 1. Reporting Issuer**

Afrasia Mineral Fields Inc.  
Suite 2050, 1055 West Georgia St.  
PO Box 11121, Royal Centre  
Vancouver, BC V6E 3P3

**Item 2. Date of Material Change**

March 4, 2015

**Item 3. Press Release**

Issued on March 4, 2015, at Vancouver, BC Canada.

**Item 4. Summary of Material Change**

Afrasia Mineral Fields Inc. announces that it has entered into an amended and restated amalgamation agreement with W Mode Inc. ("WMode") dated February 26, 2015, pursuant to which the Company will complete a three corner amalgamation in a reverse take-over transaction which will result in WMode becoming a wholly-owned subsidiary of Afrasia, by combining its corporate existence with a wholly-owned Alberta incorporated subsidiary of the Company.

**Item 5. Full Description of Material Change**

Please see attached press release.

**Item 6. Reliance on Section 85(2) of the Act**

N/A

**Item 7. Omitted Information**

None

**Item 8. Senior Officers/Directors**

The following senior officers/directors of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Praveen Varshney  
President and Director  
Suite 2050 – 1055 West Georgia St.  
Vancouver, BC  
V6E 3P3, PO Box 11121  
(604) 684-2181

Peeyush K. Varshney  
Director  
Suite 2050 – 1055 West Georgia St.  
Vancouver, BC  
V6E 3P3, PO Box 11121  
(604) 684-2181

**Item 9. Statement of Senior Officer/Director**

The foregoing accurately discloses the material change referred to herein.

Dated this 4<sup>th</sup> Day of March, 2015.

"Praveen K. Varshney"

Praveen K. Varshney

Name

President and Director

Position / Title

Vancouver, B.C.

Place of Declaration

# AFRASIA MINERAL FIELDS INC.

**FOR IMMEDIATE RELEASE**

March 4, 2015  
(No. 2015-03-01)

Contact: Investor Relations  
Phone (604) 684-2181  
info@varshneycapital.com

## **Afrasia Enters into Definitive Agreement with W Mode Inc.**

**Vancouver, British Columbia, Canada – March 4, 2015 – Afrasia Mineral Fields Inc. (NEX: AFS.H) (“Afrasia “ or the “Company”)** announces that it has entered into an amended and restated amalgamation agreement (the “**Amalgamation Agreement**”) with W Mode Inc. (“**WMode**”) dated February 26, 2015, pursuant to which the Company will complete a three corner amalgamation in a reverse take-over transaction (the “**RTO**”) which will result in WMode becoming a wholly-owned subsidiary of Afrasia, by combining its corporate existence with a wholly-owned Alberta incorporated subsidiary of the Company.

As part of and prior to closing the RTO, Afrasia anticipates a consolidation of its issued and outstanding securities on a fourteen (14) old for one (1) new basis (the “**Consolidation**”), continuing its jurisdiction of incorporation into Alberta (the “**Continuation**”) under the name WMode Corp. or such other name that may be acceptable to applicable regulatory authorities. Afrasia anticipates that upon completion of the RTO the Resulting Issuer will graduate from NEX to Tier 1 of the TSX Venture Exchange as a Technology issuer.

At the annual general and special meeting (the “**Meeting**”) of Afrasia shareholders to be held on Tuesday, March 31, 2015, shareholders will be asked to approve certain matters relating to the RTO, including the Consolidation and the Continuation. For further details of the RTO and the matters of the Meeting, please see the Company’s Information Circular dated February 20, 2015, filed on SEDAR under the Company’s profile at [www.sedar.com](http://www.sedar.com).

The Company wishes to clarify that any registered shareholder may until 10:00AM on Thursday, March 26, 2015 give Afrasia a notice of dissent by registered mail, addressed to the Chief Executive Officer of Afrasia at Suite 2050, 1055 Georgia Street, Vancouver, B.C. V6E 3P3, with respect to the proposed resolution to approve the Continuation, and such notice of dissent must comply with the requirements of the *Business Corporations Act* (British Columbia).

Completion of the Afrasia Consolidation and the RTO is conditional upon, among other things, receipt of all required regulatory and shareholder approvals, the negotiation and execution of definitive documentation and the completion of the financings.

Completion of the RTO is subject to a number of conditions, including Exchange acceptance and disinterested shareholder approval. The RTO cannot close until the required shareholder approval is obtained. There can be no assurance that the transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the management information circular to be prepared in connection with the RTO, any information released or received with respect to the RTO may not be accurate or complete and should not be relied upon. Trading in the securities of Afrasia should be considered highly speculative.

The Exchange has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release.

On behalf of the Board of Directors  
**AFRASIA MINERAL FIELDS INC.**

*“Praveen K. Varshney”*

Praveen K. Varshney, CPA, CA  
President and Director

*Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.*

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