

51-102F3
MATERIAL CHANGE REPORT [F]

Item 1 Name and Address of Company

One World Investments Inc. (the “Company”)
c/o 900- 885 West Georgia Street
Vancouver, British Columbia V6C 3H1

Item 2 Date of Material Change

November 13, 2013

Item 3 News Release

The news release was issued on November 14, 2013 by Stockwatch and Market News.

Item 4 Summary of Material Change

The Company announced that it has entered into an Amended and Restated Share Purchase Agreement dated November 13, 2013 with Andes Silver S.A. Cerrada, 0934221 B.C. Ltd., Harold Gardner and Eduardo Estefan which amended and restated the terms of the Share Purchase Agreement dated May 30, 2012, as amended.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

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 Officer

Bryce Clark, Chief Financial Officer, Telephone: 604.638.4909

Item 9 Date of Report

November 14, 2013

ONE WORLD INVESTMENTS INC.

FOR IMMEDIATE RELEASE

November 14, 2013

ONE WORLD ANNOUNCES ENTRY INTO AMENDED PURCHASE AGREEMENT AND PROVIDES UPDATE ON REVERSE TAKEOVER TRANSACTION

Vancouver, B.C. – November 14, 2013: One World Investments Inc. (TSX.V: OWI) (the “**Company**”) is pleased to provide the following update regarding the Company’s proposed reverse takeover transaction with Andes Silver S.A. Cerrada (“**Andes**”) which was previously announced in the Company’s news releases dated July 18, 2012 and August 14 and 16, 2012. Andes holds a 100% interest in four mineral exploration properties in Region III, Chile, namely the Chanarcillo, Yervas Buenas, Pircas and Vega La Junta properties. The Company intends to complete this transaction on the merits of the Chanarcillo property as the Company’s qualifying property. The Chanarcillo property is located approximately 49 kilometres south southwest of the regional capital of Copiapo, Chile.

Amendments to Share Purchase Agreement

The Company, Andes, 0934221 B.C. Ltd. (“**0934221**”) and the shareholders of Andes, namely Harold Gardner and Eduardo Esteffan (together, the “**Vendors**”) entered into an Amended and Restated Share Purchase Agreement dated November 13, 2013 (the “**Amended Agreement**”) which amended and restated the terms of the Share Purchase Agreement dated May 30, 2012, as amended (the “**Original Agreement**”). Pursuant to the Amended Agreement, the Company has agreed to acquire 80% of the outstanding shares of Andes (each, an “**Andes Share**”) from the Vendors in exchange for:

- the issuance of 21,000,000 common shares of the Company at a deemed price of \$0.25 per share which is unchanged from the terms of the Original Agreement,
- a cash payment of \$276,750 (\$25,000 of which has been paid to date as a non-refundable advance), which amount has been reduced from \$500,000 under the terms of the Original Agreement, and
- the grant of an aggregate 1% net smelter return royalty payable with respect to the Chanarcillo property and an aggregate 2% net smelter return royalty payable with respect to the Yervas Buenas, Pircas and Vega La Junta properties, each subject to a maximum payment of \$10,000,000 per property. Although the 1% NSR with respect to Chanarcillo remains unchanged from the Original Agreement, the parties have agreed to increase the NSR with respect to the other 3 properties from an aggregate of 1% to an aggregate of 2% for each property.

Additionally, the Amended Agreement contains the following material changes:

- a reduction in the required financing to gross proceeds of \$1.6 million from gross proceeds of \$3 million which was required under the terms of the Original Agreement,
- an extension of the closing date of the transaction from July 31, 2012 to February 28, 2014, and

- the addition of 0934221, a private B.C. company, as a party to the Amended Agreement. The Vendors have entered into a separate agreement with 0934221, whereby the Vendors have agreed to sell to 0934221 the remaining Andes Shares held by them that are not being sold to the Company pursuant to the Amended Agreement. As a result, 0934221 was added as a party to the Amended Agreement to reflect that, on the closing date of the Amended Agreement, it is anticipated that 0934221 will replace the Vendors as shareholders of Andes. On the closing of the Amended Agreement, the Company and 0934221 are required to enter into a Joint Venture Shareholders' Agreement (the "**JV**") to address all matters related to the development of Andes' property interests. A copy of the form of JV is attached to the Amended Agreement. Pursuant to the terms of the proposed JV, the parties have agreed that 0934221's 20% interest in the JV will be carried until the Company has incurred \$25 million in project related expenditures on the properties.

Closing of the transaction is subject to a number of conditions, including satisfactory due diligence of Andes by the Company, completion of a financing by the Company for gross proceeds of \$1,600,000, payment of the finder's fee, entry into the joint venture shareholders' agreement, shareholder approval and approval from the TSX Venture Exchange (the "**Exchange**"). The Company is seeking a waiver from the Exchange sponsorship requirement for this transaction on the basis that at least \$500,000 will be raised pursuant to a concurrent brokered private placement. A copy of the Amended Agreement is publicly available on SEDAR at www.sedar.com.

Trading in the common shares of the Company on the Exchange was halted on March 19, 2011 in connection with the original announcement of the transaction. The Company anticipates that trading of the common shares will remain halted pending receipt and review by the Exchange of acceptable documentation regarding the transaction and Andes in compliance with Exchange policies.

Name Change

The Company intends to change its name to "Atacama Mining Corp." on closing of the transaction, subject to Exchange approval.

Financing

In conjunction with the transaction, the Company intends to conduct a private placement offering of at least 6,400,000 units (each, a "**Unit**") at \$0.25 per Unit for gross proceeds of at least \$1,600,000 (the "**Financing**"). Each Unit is comprised of one share and one non-transferable common share purchase warrant of the Company (a "**Warrant**"). Each Warrant is exercisable into one share (a "**Warrant Share**") for five years after closing of the Financing at an exercise price of \$0.30 per Warrant Share in the first year, \$0.40 per Warrant Share in the second year, \$0.50 per Warrant Share in the third year, \$0.60 per Warrant Share in the fourth year and \$0.70 per Warrant Share in the fifth year.

The Company expects that gross proceeds of at least \$500,000 raised pursuant to the Financing will be raised by way of a brokered private placement, with the balance of the proceeds being raised pursuant to a non-brokered private placement. The agent to be engaged in connection with the brokered portion of the Financing, and the terms of such agency (including the commissions and due diligence fees to be paid) are unknown at this time.

The Company intends to use the proceeds from the Financing to fund exploration work on the Chanarcillo property and for general working capital purposes, as will be more particularly described in the filing statement to be filed in connection with the transaction. The securities issued pursuant to the Financing will be subject to a hold period expiring four months and one day after the date of issuance.

Completion of the transaction is subject to a number of conditions, including Exchange acceptance and shareholder approval. The transaction 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 filing statement to be prepared in connection with the transaction, 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 the Company should be considered highly speculative.

The TSX Venture 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
ONE WORLD INVESTMENTS INC.**

“Bryce Clark”
Bryce Clark
Chief Financial Officer

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Disclaimer for Forward-Looking Information

Except for statements of historical fact, this news release contains certain forward-looking information within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as “plan”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate” and other similar words, or statements that certain events or conditions “may” occur. In particular, forward-looking information in this press release includes, but is not limited to, statements with respect to the expectations of management regarding the transaction, including the closing of the transaction and the Financing, the portion of funds to be raised on a brokered basis, receipt of Exchange approval, change of the Company’s name and payment of the finder’s fee. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. Such forward-looking statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements including the risk that the Exchange or the shareholders of the Company may not approve the transaction; the Exchange may not approve the finder’s fee; and the parties may be unable to satisfy all of the conditions to closing the transaction, including raising the necessary funds pursuant to the Financing. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them.

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.