

**NAVASOTA RESOURCES INC.**

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Company**

Navasota Resources Inc. (the "**Company**")  
120 Adelaide Street West, Unit 2105  
Toronto, Ontario  
M5H 1T1

**Item 2: Date of Material Change**

October 12, 2018

**Item 3: News Release**

A news release was issued and disseminated on October 12, 2018 and filed on SEDAR at [www.sedar.com](http://www.sedar.com), a copy of which is attached hereto as Schedule "A".

**Item 4: Summary of Material Change**

The Company has announced that changes in its management.

**Item 5.1: Full Description of Material Change**

See attached news release at Schedule "A" to this report.

**Item 5.2 Disclosure for Restructuring Transactions**

Not applicable.

**Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102 (Confidentiality)**

Not applicable.

**Item 7: Omitted Information**

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

**Item 8: Executive Officer**

For additional information with respect to this material change, the following person may be contacted:

Navjit Dhaliwal  
Director  
T: 647.632.1865  
E: [nav@ndllp.ca](mailto:nav@ndllp.ca)

**Item 9: Date of Report**

This report is dated as of the 18<sup>th</sup> day of October, 2018.

**SCHEDULE "A"**

**NAVASOTA RESOURCES INC.**

**NEWS RELEASE**

**NAVASOTA ANNOUNCES CHANGES TO BOARD**

**Toronto, Ontario, October 12, 2018 - Navasota Resources Inc.** (TSXV: NAV.H) (the "**Company**") announces that, effective immediately, Michael Lerner has resigned as director and Chief Executive Officer of the Company and Steven Mintz has been appointed to fill the vacancy created by Mr. Lerner's resignation. The Company wishes to thank Mr. Lerner for his valuable contributions and wishes him every success in his future endeavours.

Mr. Mintz, a graduate of the University of Toronto, went into public accounting for a large accounting firm from 1989 until 1992. He obtained his C.A. designation in June of 1992 and his Trustee in Bankruptcy license in 1995. In June 1992, he became employed by a boutique bankruptcy and insolvency firm where he was employed until January 1997 at which time he became a self-employed financial consultant serving both private individuals and companies as well as public companies in a variety of industries including mining, oil and gas, real estate, and investment strategies. In 1999, he began working on tax and investment strategies with clients and has been working extensively on successful strategies ever since. He is currently President of St. Germain Capital Corp. a private consulting and investment firm. He is also a principal and CFO of the Minkids Group, a family investment and real estate development company.

On behalf of the Board of Directors

**NAVASOTA RESOURCES INC.**

***"Navjit Dhaliwal"***

Navjit Dhaliwal  
Director  
T: 647.632.1865  
E: [nav@ndllp.ca](mailto:nav@ndllp.ca)

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*This News Release may contain forward-looking statements including, but not limited to, comments regarding the timing and content of upcoming work programs, geological interpretations, potential mineral recovery processes, etc. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statement.*