

**Form 51-102F3**  
**Material Change Report**

**Item 1 Name and Address of Company**

Canamex Resources Corp.  
Suite 303, 595 Howe Street  
Vancouver, B.C. V6C 2T5

**Item 2 Date of Material Change:** October 3, 2014

**Item 3 News Release**

October 3, 2014 disseminated through TheNewswire SEDAR filed.

**Item 4 Summary of Material Change**

On October 3, 2014 the Company closed a private placement for gross proceeds of \$1,524,229 by issuing a total of 7,258,234 Units at \$0.21 per Unit, each Unit consisting of one common share and one-half (1/2) share purchase warrant, each whole warrant entitling the holder to purchase one (1) additional common share at \$0.30 per share on or before October 2, 2016.

All of these shares, including any shares issued on exercise of the warrants, will be subject to a hold period under applicable Canadian securities laws expiring on February 4, 2015, and will be subject to such further restrictions on resale as may apply under applicable foreign securities laws.

*See Item 5 below for further particulars.*

**Item 5 Full Description of Material Change**

See attached News Release dated October 3, 2014 for full particulars.

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102:** N/A

**Item 7 Omitted Information**

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

**Item 8 Executive Officer:**

Richard Barnett, Chief Financial Officer                      Phone: (604) 336-8612

**Item 9 Date of Report:** October 3, 2014

Per: SIGNED: "Richard Barnett"  
Richard Barnett, CFO

## **CANAMEX RESOURCES CORP.**

Suite 303, 595 Howe Street, Vancouver, B.C. V6C 2T5

Telephone: (604) 336-8612 Fax: (604) 718-2808

[www.canamex.us](http://www.canamex.us)

### **NEWS RELEASE**

***NOT FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES  
OR FOR DISSEMINATION IN THE UNITED STATES***

***Canamex Closes Equity Financing for Gross Proceeds of \$1,524,229,  
Including Additional Position Taken by Hecla Canada Ltd.***

(Vancouver, British Columbia), October 3, 2014 - **Canamex Resources Corp.** (TSX-V: CSQ) (OTCQX: CNMXF) (FSE: CX6) announces further to its News Release dated September 8, 2014 that it has received final acceptance from the TSX Venture Exchange and has closed its equity financing for gross proceeds of \$1,524,229. The Company is pleased that Hecla Canada Ltd. (refer to CSQ News Release dated November 19, 2012) elected to increase its position in Canamex by participating in this financing.

In accordance with the provisions of the Subscription Agreements received, on October 3, 2014 the Company issued a total of 7,258,234 Units at \$0.21 per Unit, each Unit consisting of one common share and one-half (1/2) share purchase warrant, each whole warrant entitling the holder to purchase one (1) additional common share at \$0.30 per share on or before October 2, 2016.

All of these shares, including any shares issued on exercise of the warrants, will be subject to a hold period under applicable Canadian securities laws expiring on February 4, 2015, and will be subject to such further restrictions on resale as may apply under applicable foreign securities laws.

Proceeds will be used for exploration and development of the Company's Bruner Gold Project in Nevada, which will include primarily core drilling, and for general working capital.

Three (3) Insiders, together with Hecla as an over 10% shareholder (the "Related Parties"), directly and/or indirectly subscribed for an aggregate of 3,928,572 Units from the Financing (not 952,382 as previously disclosed), which increased those Related Parties' pro rata shareholdings in the Company (the "Related Party Transaction"). All of the independent directors of the Company, acting in good faith, have determined that the fair market value of the securities being issued and the consideration paid is reasonable and, with the value of the Related Party Transaction being less than 25% of the Company's market capitalization, is exempt from the formal valuation and minority shareholder approval requirements of the Multilateral Instrument 61-101.

Canamex President Greg Hahn commented "We are delighted that Hecla continues to support the Company, as they add a wealth of experience in the gold exploration and mining sector, and we believe they share our vision for our flagship Bruner Gold Project."

### **ON BEHALF OF THE BOARD**

SIGNED: "*GregHahn*"

**Greg Hahn, President, Interim CEO and Director**

Contact: Greg Hahn (604) 336-8612

**Renmark Financial Communications Inc.**

Robert Thaemlitz: [rthaemlitz@renmarkfinancial.com](mailto:rthaemlitz@renmarkfinancial.com)

Henri Perron: [hperron@renmarkfinancial.com](mailto:hperron@renmarkfinancial.com)

Tel.: (514) 939-3989 or (416) 644-2020

[www.renmarkfinancial.com](http://www.renmarkfinancial.com)

**The securities referred to in this news release have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons absent U.S. registration or an applicable exemption from the U.S. registration requirements.**

**This news release does not constitute an offer for sale of securities for sale, nor a solicitation for offers to buy any securities. Any public offering of securities in the United States must be made by means of a prospectus containing detailed information about the company and management, as well as financial statements.**

*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.*