

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

**Item 1 Name and Address of Company**

Canamex Resources Corp. (the "Company")  
Suite 303, 595 Howe Street  
Vancouver, B.C. V6C 2T5

**Item 2 Date of Material Change:** November 13, 2014 and November 21, 2014

**Item 3 News Release:**

November 13, 2014 and November 24, 2014 disseminated through The Newswire and SEDAR filed.

**Item 4 Summary of Material Change**

On November 13, 2014 Company announced the appointment of Mark Billings as CEO of the Company, taking the place of Greg Hahn, who remains President, COO and a director of the Company.

On November 24, 2014, Canamex announced the resignation of Jason Reid as a director of the Company.

For clarification, the Company's directors and officers are now comprised as follows:

Greg Hahn:	President, COO and Director
Mark Billings:	CEO and Director
Richard Barnett:	CFO and Secretary
Mike Stark:	Director
Dean McDonald:	Director

*See Item 5 below for further particulars.*

**Item 5 Full Description of Material Change**

See attached News Releases dated November 13 and November 24, 2014.

**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:** Mark Billings, Chief Executive Officer  
Phone: (514) 296-1641,

**Item 9 Date of Report**

**DATED** this 24<sup>th</sup> day of November, 2014.

Per: SIGNED: "Mark Billings"  
**Mark Billings, CEO**

## **CANAMEX RESOURCES CORP.**

Suite 303, 595 Howe Street

Vancouver, B.C. V5C 2T5

Phone: (604) 336-8212 Fax: (604) 718-2808

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

### **NEWS RELEASE**

#### **Canamex Announces Appointment of Mark Billings as CEO**

(November 13, 2014) Canamex Resources Corp. (the “Company” or “Canamex”) (TSX-V: **CSQ**) (OTCQX: **CNMXF**) (FSE: **CX6**) is pleased to announce that the Board of Directors has appointed Mark Billings as Chief Executive Officer of the Company, effective immediately. Mark currently is and will remain Chairman of the Board of Directors. Greg Hahn, who has served as Interim CEO and President, will remain as President of the Company, and will continue to sit on the Company’s Board of Directors.

Mark has been a director of Canamex since February 2009 and is very familiar with the operations of the Company, including specifically the Bruner Gold Project in Nye County, Nevada, and the Aranka North Gold Project in Guyana. He has had a lot of experience with public and junior mining companies in Canada, in particular. Mark recently left a senior executive and board position with Argex Titanium Inc., a Montreal-based near-term producer of titanium dioxide, being a company he co-founded in 2007. He has also served as a director or officer for a number of other publicly traded junior resource companies. In addition, from 2004 to 2006, Mark was Vice-President of Corporate Finance for Desjardins Securities, where he financed a number of public companies.

Mark has a Bachelor of Arts (Highest Honours) in Political Science from Carleton University, a Master of Business Administration from the Harvard Business School and a Chartered Financial Analyst designation.

“I am honoured to serve as Canamex’s new Chief Executive Officer,” stated Mr. Billings. “I firmly believe that we are sitting on a great opportunity in Nevada with our Bruner Gold Project in Nye County. As the 2014 drilling campaign is winding down, our team is eager to move towards completing an NI 43-101-compliant mineral resource estimate, which we hope to share with our shareholders and the investing public in early 2015. This report will set the stage for moving the Bruner Gold Project closer to production.”

“I would also like to publicly thank Greg Hahn, who served as Interim CEO since May, when our dear friend and colleague Bob Kramer passed away suddenly. A fellow director Mike Stark has also been instrumental in helping Greg and the Board since Bob’s passing, and my thanks go to him as well.”

The Company would also like to remind shareholders that the Annual General Meeting of Shareholders of Canamex will take place on Friday, November 21, 2014 at 10:00 a.m. (PST) at 510 Burrard Street, 3<sup>rd</sup> Floor, Vancouver, B.C.

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

SIGNED: “*Greg Hahn*”

Greg Hahn, Interim CEO and President  
Contact: (720) 244-2022

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### **NEWS RELEASE**

#### **Canamex announces all matters approved at AGM held on November 21, 2014 and resignation of Jason Reid from the Board of Directors**

(November 24, 2014) Canamex Resources Corp. (TSX-V: **CSQ**) (OTCQX: **CNMXF**) (FSE: **CX6**) announces that all matters were approved by shareholders at its Annual General Meeting held on November 21, 2014 (the "AGM"). Following the AGM, Jason Reid resigned from the Board of Directors in order to focus on his responsibilities as President and CEO of Gold Resource Corporation. Accordingly the following are now the directors and officers of the Company:

Mark Billings:	Chief Executive Officer, Chairman and Director
Gregory Hahn:	President, Chief Operating Officer and Director
Richard Barnett:	Secretary and Chief Financial Officer
Dean McDonald:	Director
Mike Stark:	Director

"I would like to thank Jason for his contributions to the Board since joining earlier this year. Gold Resource Corporation remains one of our largest shareholders, and our relations with them are excellent. I would like to thank Jason for his service and wish him well in his future endeavors," stated Canamex's CEO, Mark Billings.

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

SIGNED: "*Mark Billings*"

Mark Billings, CEO and Chairman  
Contact: (514) 296-1641, [mark@marengomgt.com](mailto:mark@marengomgt.com)

*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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**Forward-Looking Statements:**

This news release includes certain forward-looking statements or information. All statements other than statements of historical fact included in this release are forward-looking statements that involve various risks and uncertainties. Forward-looking statements in this news release include statements in relation to the timing, cost and other aspects of the planned 2014 drilling program on the Bruner property; the potential for establishing a NI 43-101 mineral resource estimate; the potential mineralization and geological merits of the Bruner property; and other future plans, objectives or expectations of the Company. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company's plans or expectations include the risk that actual results of current and planned exploration activities, including the results of the Company's planned 2014 drilling program(s) on the Bruner property, will not be consistent with the Company's expectations; the geology, grade and continuity of any mineral deposits and the risk of unexpected variations in mineral resources, grade and/or recovery rates; fluctuating metals prices; possibility of accidents, equipment breakdowns and delays during exploration; exploration cost overruns or unanticipated costs and expenses; uncertainties involved in the interpretation of drilling results and geological tests; availability of capital and financing required to continue the Company's future exploration programs and preparation of geological reports and studies; delays in the preparation of geological reports and studies; the metallurgical characteristics of mineralization contained within the Bruner property are yet to be fully determined; general economic, market or business conditions; competition and loss of key employees; regulatory changes and restrictions including in relation to required permits for exploration activities (including drilling permits) and environmental liability; timeliness of government or regulatory approvals; and other risks detailed herein and from time to time in the filings made by the Company with securities regulators. In connection with the forward-looking information contained in this news release, the Company has made numerous assumptions, including that the Company's 2014 exploration programs will proceed as planned and within budget. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as otherwise required by applicable securities legislation.