

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

Canamex Gold Corp. (the “**Company**”)
Suite 804 - 750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

April 16, 2019.

Item 3: News Release

A news release was issued and disseminated on April 25, 2019 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced a change of auditor.

Item 5: Full Description of Material Change

The Company announced that Manning Elliott LLP, Chartered Professional Accountants (the “**Former Auditor**”) of the Company has resigned, at the request of the Company, as auditors of the Company, and the board of directors has appointed Smythe LLP, Chartered Professional Accountants (the “**Successor Auditor**”) of Vancouver, British Columbia, as auditors for the Company.

There were no reservations in the Former Auditor’s reports for the two most recently-completed fiscal years or for any period after the most recently-completed period for which an audit report was issued and preceding the date of the Former Auditor’s resignation.

The Former Auditor advises of a reportable event for an unresolved issue with the Company as follows:

- (a) The Company has not paid the Former Auditor’s audit fees pertaining to their audit of the consolidated financial statements for the year ended December 31, 2017, for which the Former Auditor issued its auditor’s report dated April 23, 2018;
- (b) The Former Auditor has discussed the issue outlined in (a) above with the Company’s audit committee of the board of directors; and
- (c) The Former Auditor is not aware of whether the Company has authorized the Former Auditor to respond fully to inquiries by any successor auditor concerning the issue outlined in (a) above.

The Company requested the resignation of the Former Auditor as auditor of the Company, and the change has been approved by the Company’s audit committee and the Board of Directors. The notice of change of auditor, together with the letter from the Former Auditor and the letter from the Successor Auditor, have been reviewed by the Company’s audit committee and its Board of Directors and are posted at www.sedar.com

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

Not applicable.

Item 7 Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

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Chief Executive Officer and Director
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Mike Stark
Director and Chairman
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Item 9: Date of Report

April 25, 2019.