

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Curlew Lake Resources Inc. (the “Company”)
Suite 303, 595 Howe Street
Vancouver, B.C. V6C 2T5

Item 2 Date of Material Change:

July 17, 2013

Item 3 News Release

July 22, 2013 disseminated through Marketwire and SEDAR filed.

Item 4 Summary of Material Change

At the Annual General and Special Meeting held July 17, 2013 (“AGSM”), all matters were approved by shareholders, including:

- adoption of New Articles, which were filed on SEDAR on July 19, 2013;
- ratification and approval of the Company’s Advance Notice Policy, which was filed on SEDAR on May 2, 2013; and
- the election of Michael Pound as a director, to take the place of Robert Kramer.

Following the AGSM, Christopher Cherry was appointed Secretary and Chief Financial Officer, taking the place of Robert Kramer. For clarification the Company’s Officers and Directors are now comprised as following:

Jurgen Wolf, President, Chief Executive Officer and Director
Christopher Cherry, Chief Financial Officer and Secretary
Harold Noyes, Director
Huitt Tracey, Director
Michael Pound, Director

See Item 5 below for further particulars.

Item 5 Full Description of Material Change

See attached News Release dated July 22, 2013 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:

Jurgen Wolf, Chief Executive Officer
Phone: (604) 336-8613

Item 9 Date of Report

DATED this 22nd day of July, 2013.

SIGNED: "*Jurgen Wolf*"

Per:

Jurgen Wolf, Chief Executive Officer



**Suite303, 595 Howe Street
Vancouver, B.C. V6C 2T5
Phone: (604) 336-8613 Fax: (604) 718-2808**

NEWS RELEASE

Curlew Lake Announces New Officer and New Director

Vancouver, B.C. **July 22, 2013** – Curlew Lake Resources Inc. (TSX-V: **CWQ**) (OTC Pink: **CWLXF**) announces that all matters at its Annual General and Special Meeting held July 17, 2013 (“AGSM”) were approved, including:

- adoption of New Articles, which were filed on SEDAR on July 19, 2013;
- ratification and approval of the Company’s Advance Notice Policy, which was filed on SEDAR on May 2, 2013; and
- the election of Michael Pound as a director, to take the place of Robert Kramer.

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Christopher Cherry, Chief Financial Officer and Secretary
Harold Noyes, Director
Huitt Tracey, Director
Michael Pound, Director

ON BEHALF OF THE BOARD

SIGNED: “*Jurgen Wolf*”

Jurgen Wolf, CEO

For more information contact:
Jurgen Wolf
Tel: (604) 366-8613
Website: www.curlew-lake.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.