

FORM 51-102F3

MATERIAL CHANGE REPORT
PURSUANT TO SECTION 7 OF NATIONAL INSTRUMENT 51-102

ITEM 1 **REPORTING ISSUER**
MUSGROVE MINERALS CORP.
8338-120th Street
Surrey, BC V3W 3N4

ITEM 2 **DATE OF MATERIAL CHANGE**

March 5, 2014

ITEM 3 **NEWS RELEASE**

News Release filed on SEDAR on March 14, 2014 and disseminated over news@baystreet.com and news@stockwatch.com on March 14, 2014.

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

Musgrove Minerals Corp. amends Empire Mine Option Terms & Payment Schedule

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

Musgrove Minerals Corp. (“Musgrove” or the “Company”) (TSX.V: MGS) announces that due to poor market conditions, it has agreed to amend the payment schedule for the Empire Mine Option Agreement with Konnex Resources Inc. (“Konnex”) first announced on April 27, 2012. Konnex was subsequently acquired by Boxxer Gold Corp. (“Boxxer”). The new payment schedule and terms are as follows:

The Option may be exercised with Konnex and Boxxer earning a 100% interest in and to the Property by making (i) aggregate cash payments of \$445,000 of which the Company acknowledges that \$345,000 has already been paid as set out in details below (ii) a cash payment of \$100,000 on completion of a NI 43-101 compliant Pre-Feasibility Study and (iii) an additional cash payment of \$250,000 per each 100,000,000 lbs of copper reserves as determined by a NI 43-101 compliant Bankable Feasibility Study.

Cash Payment Schedule	Payment
Upon execution of the letter of intent	\$40,000 (PAID)
Upon acceptance by the TSX Venture exchange	\$200,000 (PAID)
Within 60 days of acceptance by the TSX Venture exchange	\$50,000 (PAID)
April 1, 2013	\$25,000 (PAID)
September 10, 2013	\$10,000 (PAID)
October 1, 2013	\$10,000 (PAID)
January 1, 2014	\$10,000 (PAID)

Outstanding amount to be paid on or before the following:	
April 1, 2014	\$10,000
July 1, 2014	\$10,000
October 1, 2014	\$10,000
January 1, 2015	\$10,000
April 1, 2015	\$7,500
July 1, 2015	\$7,500
October 1, 2015	\$7,500
January 1, 2016	\$7,500
April 1, 2016	\$7,500
July 1, 2016	\$7,500

October 1, 2016	\$7,500
January 1, 2017	\$7,500

**Payment Schedule for Shares
to be Issued to Musgrove**

November 9, 2012
April 1, 2013
October 30, 2013
April 30, 2014

Number of Shares

150,000 Konnex Shares (PAID)
1,000,000 Konnex Shares (PAID)
2,000,000 Boxxer Shares (PAID)
6,000,000 Boxxer Shares

The Company will no longer have a 2% NSR.

ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

N/A

ITEM 7 OMITTED INFORMATION

N/A

ITEM 8 EXECUTIVE OFFICER

Rana Vig, President & CEO, Tel: 604 633 2442

ITEM 9 DATE OF REPORT

Dated at Surrey, B.C. this 14th day of March, 2014.