

FORM 51-102F3

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

ITEM 1 **REPORTING ISSUER**
MUSGROVE MINERALS CORP.
102-15910 Fraser Hwy.,
Surrey, BC V4N 0X9

ITEM 2 **DATE OF MATERIAL CHANGE**

June 15, 2015

ITEM 3 **NEWS RELEASE**

News Release disseminated over news@stockwatch.com and news@baystreet.com on June 15, 2015. and filed on SEDAR on June 15, 2015.

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

Stock consolidation on a three (3) old for one (1) new basis.

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

Surrey, British Columbia – June 15, 2015 – Musgrove Minerals Corp. (“Musgrove” or the “Company”) (TSX.V: MGS) announces that in connection with its news release dated June 8, 2015, it has completed a share consolidation (the “Consolidation”). The Company obtained approval from the Toronto Venture Exchange on June 15, 2015 and is completing the necessary corporate filings in order to effect the Consolidation. Before the consolidation there were a total of 5,335,092 common shares in the capital of the Company that were issued and outstanding. On a three (3) old for one (1) new basis (the “Consolidation Ratio”) a total of approximately 1,778,364 common shares of the Company will be issued and outstanding following the Consolidation. The exact number of post consolidation shares will vary depending on the treatment of fractional shares which will occur when each shareholder’s holdings in the Company are consolidated. Outstanding stock options and warrants will be similarly adjusted by the Consolidation Ratio. A Letter of Transmittal was sent to shareholders on June 15, 2015 and is also available on Sedar under the Company’s profile.

At the opening of trading on June 16, 2015, the shares will trade under a new CUSIP number. The Stock symbol will remain as: “MGS”.

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 16th day of June, 2015.