

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Roca Mines Inc.
530-1122 Mainland Street
Vancouver, B.C.
V6B 5L1
(the “Company”)

Telephone Number: (604) 684-2900

Item 2 Date of Material Change

June 23, 2016.

Item 3 News Release

A press release was disseminated through Canada Stockwatch.

Item 4 Summary of Material Change

Roca Mines Inc. (“Roca”) announcing an amendment to its 2002 agreement regarding the Foremore Project in northern British Columbia.

Item 5 Full Description of Material Change

Please see press release of June 23, 2016 attached.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

David Skerlec, Chief Financial Officer
Telephone Number: 604-684-2900, Ext #147

Item 9 Date of Report

June 23, 2016



Roca Mines Inc.
530-1122 Mainland Street
Vancouver, BC
V6B 5L1, Canada

For immediate release
June 23, 2016

ROCA Reduces Foremore Land Package

Vancouver, British Columbia: Roca Mines Inc. ("Roca" or "the Company") announces that pursuant to an amending agreement with the Foremore VMS-Gold Project ("Foremore" or the Project") vendor, it has reduced the size of the 23,000 hectare Project by 9 tenures totaling 3,750 hectares.

The Company has transferred a 100% interest in the 3,750 hectares to the original property vendor in consideration for the vendor forgiving all outstanding and overdue advance royalty payments and reducing future advance royalty payments on the Project to \$10,000 per annum from \$50,000 per annum.

ROCA MINES INC.

"David Skerlec"

David J. Skerlec – Chief Financial Officer

For further information contact:
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