

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

1. **Name and address of the Company.**

SOUTHEAST ASIA MINING CORP. (the "Company")
365 Bay Street
Suite 400
Toronto, Ontario M5H 2V1

2. **Date of Material Change.**

November 19, 2014

3. **News Release.**

A press release disclosing the material change was released on November 19, 2014 through the facilities of Marketwire.

4. **Summary of Material Change.**

The material change is fully described in the Company's press release which is attached as Schedule "A" and is incorporated herein.

5. **Full Description of Material Change.**

A full description of the material change is contained under Item 4.

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

The report is not being filed on a confidential basis.

7. **Omitted Information.**

No significant facts have been omitted from this Material Change Report.

8. **Executive Officer.**

Brian Jennings, President and CEO

9. **Date of Report.**

This report is dated at Toronto, this 27th day of November, 2014.

SOUTHEAST ASIA MINIG CORP.

Per: "Brian Jennings" (signed)
Brian Jennings, President & CEO

SCHEDULE "A"



November 19, 2014

SOUTHEAST ASIA MINING CORP. PROVIDES AN UPDATE ON ACTIVITIES IN THAILAND

THIS NEWS RELEASE IS INTENDED FOR DISTRIBUTION IN CANADA ONLY AND IS NOT AUTHORIZED FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES.

Toronto, Ontario - Southeast Asia Mining Corp ("SEA" or the "Company") would like to provide a corporate update on various matters.

Joint Venture Agreement on Nakon Sawan, Lopburi and Chanthaburi Properties

The Company recently entered into a Joint Venture Agreement ("JVA") with Metal Tiger plc ("Metal Tiger"), incorporating the terms outlined in the Memorandum of Understanding announced on August 1, 2014. Pursuant to the JVA, Metal Tiger must pay SEA US\$150,000 and spend US\$150,000 on the properties in order to earn a 75% interest. Metal Tiger paid SEA US\$10,000 upon signing the MOU, US\$15,000 upon signing the JVA, and is required to pay US\$50,000 on or before January 29, 2015, and US\$75,000 on or before July 29, 2016. The property expenditures of US\$150,000 must be incurred prior to July 29, 2016.

The properties included in the JVA do not include the properties incorporated in SEA's joint venture agreement for the Song Toh and Boh Yai mines or the exploration properties surrounding the historical Song Toh and Boh Yai mines in Kanchanaburi province.

Renewal of 100% Owned Special Prospecting License Applications

The Company's three special prospecting licenses ("SPLs") surrounding the Song and Boh Yai mines expired on October 20, 2014. On October 21, 2014, the Company made a Special Prospecting License Application ("SPLA") covering the majority of the area covered by the expired SPLs. The Company will now proceed to seek government approval to advance the SPLA to SPLs and continue the exploration program on the area surrounding the historical Song Toh and Boh Yai mines.

Song Toh and Boh Yai Extension of Second Option Payment Pursuant to Joint Venture Agreement

SEA and its joint venture partner have agreed to an extension of the second option payment from November 15, 2014 to December 15, 2014 as required under its Joint Venture Agreement first announced on October 17, 2012. SEA may exercise the second option by making a USD \$2,500,000 payment to its joint venture partner prior to December 15, 2014. Upon making the payment, SEA will have earned an 80% interest in the mining lease applications and will assume operatorship of the project. In addition, monthly installment payments required pursuant to its Joint Venture Agreement to earn an 80% interest in the flotation plant, buildings and equipment and employee maintenance payments have been deferred to December 15, 2014. Total payments deferred to December 15, 2014 are USD \$101,978. In the event a further extension is not granted by our joint venture partner on December 15, 2015 the Joint Venture Agreement will expire.

About Southeast Asia Mining Corp.



Southeast Asia Mining Corp. is a junior exploration and mining company focused in Thailand. The Company has a joint venture agreement whereby it has an option to earn an 80% interest in the mining lease applications of the two historical operating silver-lead-zinc mines (Song Toh and Boh Yai), flotation plant and equipment. The Company completed a NI 43-101 compliant Preliminary Economic Assessment for the historical operating Song Toh and Boh Yai deposits which indicated a pre-tax NPV of \$88.8 million and an IRR of 148% for 100% of the historical mines. The Company also has a 100% interest in eight special prospecting licence applications (5,374 hectares) surrounding the Song Toh and Boh Yai mines and a joint venture agreement on exploration properties in Nakon Sawan, Lopburi and Chanthaburi (3,308 hectares) whereby the joint venture partner has the option to earn a 75% interest.

For more information, please contact:

Stephen McIntyre at 416 970 3034 or stephengmcintyre@gmail.com

Statements in this release that are forward-looking reflect the Company's current views and expectations with respect to its performance, business, and future events. Such statements are subject to various risks and assumptions, some, but not necessarily all, are disclosed elsewhere in the Company's disclosure filings with Canadian securities regulators. Such statements and information contained herein represent management's best judgment as of the date hereof based on the information currently available; however actual results and events may vary significantly. The Company does not assume the obligation to update any forward-looking statement.