

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Patriot Minefinders Inc.
("Patriot" or the "Company")

Suite 700, 510 West Hastings Street
Vancouver, B.C. V6B 1L8

Item 2 Date of Material Change

June 3, 2014

Item 3 News Release

The Company's news release was disseminated on June 3, 2014 via Newsfilecorp.com

Item 4 Summary of Material Change

Patriot Minefinders Inc. announced the Company reached an agreement with Juliet Press Inc. ("Juliet") to acquire 100 percent of Juliet.

Item 5 Full Description of Material Change

Vancouver, B.C., June 3, 2014 - Patriot Minefinders Inc. ("Patriot", or the "Company") (OTCBB: PROF). Patriot announced it has reached an agreement with Juliet Press Inc. ("Juliet") to acquire 100 percent of Juliet.

Juliet is based in Vancouver, British Columbia and is focused on developing the world's premier ePublishing software platform. The software platform being developed by Juliet will allow authors to input their work directly into ePub format, which is the industry standard format in the electronic publishing. Further to providing an effective software platform for authors to input directly into a native ePub environment, the build out of the business model will also allow effective publishing, distribution and viewing options that do not currently exist in the industry. eBook sales are set to overtake traditional printed publications by 2017 making this technology essential to the production and distribution of all authored material in the future. The market for eBook sales by 2017 is estimated to be \$8.2 billion USD.

Juliet is led by an accomplished team of software engineers who will work closely with Patriot Chief Executive Officer, Mr. Greg Johnston who is an experienced technology business builder with a proven track record of success in leadership roles at companies ranging from multi-national Fortune 500 organizations to small venture start ups.

Patriot will issue 14 million common shares from treasury to shareholders of Juliet Press Inc. as consideration. These shares will be issued in reliance on registration and prospectus exemptions under the United States *Securities Act* of 1933 (the "Act"), or Regulation S or Regulation D under the Act and, if applicable, the British Columbia *Securities Act* (the "BC Act"), which will impose a trading restriction of at least 6 months from the date on which Patriot files a Super 8-K on the acquisition with the United States Securities & Exchange Commission.

Upon completion of the arrangement, which requires the filing of a Super 8k, Patriot will propose a name change of the newly combined entity to Juliet Press Inc.

Greg Johnston, CEO of Patriot states, "*The team at Juliet is extremely talented and focussed and the technology being developed has the potential to transform a large and growing industry.*"

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Confidentiality is not requested

Item 7 Omitted Information

No Information has been omitted in respect of the material change.

Item 8 Executive Officer

Greg Johnston, Chief Executive Officer at 604 687 7130

Item 9 Date of Report

June 3, 2014