

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Shamrock Enterprises Inc. (the "Company")
Suite 1100, 1111 Melville Street, Vancouver, BC V6E 3V6

Item 2. Date of Material Change

February 4, 2016

Item 3. News Release

The news release was disseminated through Canada Stockwatch and Market News.

Item 4. Summary of Material Change

Amendment to Fireweed Property Agreement.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6. Reliance on Subsection 7.1(2) of National Instrument 51-102

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102 state the reasons for such reliance.

Not Applicable

Item 7. Omitted Information

Not Applicable

Item 8. Executive Officer

Bob Faris, President and CEO
Tel: 604-880-2121
Email: bob@shamrockresource.com

Item 9. Date of Report

Dated at the City of Vancouver, in the Province of British Columbia this 15th day of February, 2016.



SHAMROCK ENTERPRISES INC.

News Release #16-02
February 4, 2016

CSE: SRS

Shamrock Enterprises Negotiates Amendment to Fireweed Property Agreement

Shamrock Enterprises Inc. (CSE: SRS) (the "Company") is pleased to announce that it has negotiated and entered into an amendment agreement with Regulus Resources Inc. in regard to the Fireweed high grade polymetallic (silver, lead, zinc, copper and gold) discovery located in the Omineca Mining Division, Babine Lake Area, Smithers, B.C.

The new Agreement provides that the Company can acquire a 50% interest in the Property, subject to the Underlying Royalty, by completing work expenditures totaling \$1,500,000 by December 17, 2020, by making cash payments totaling \$500,000 to Regulus by December 17, 2019 and by issuing 1,000,000 shares over the next five years. In consideration for the revised terms of this amendment, Shamrock has agreed to issue Regulus Resources 500,000 shares in its capital.

In summary, the new agreement provides Shamrock the opportunity to earn a 50% interest in Fireweed with a substantial decrease in the annual work commitments over the next 5 years, a deferral in property payments to December 17, 2018 and December 17, 2019 and issuing 2,000,000 shares of Shamrock. The new terms significantly reduce Shamrock's required 2016 Fireweed capital expenditures from \$2,150,000 to \$100,000, which is required by December 17, 2016.

Management is very pleased to have renewed the opportunity to earn an interest in the Fireweed high grade polymetallic project near Smithers, B.C. Shamrock's past drilling success at Fireweed demonstrates the potential for the project's West Zone to become a significant new mineral occurrence and additionally, several other mineralized areas of the project remain a high priority. Shamrock's management is reviewing the digital database and previous assessment reports to better understand structural controls in order to better define an exploration strategy as we enter a new era of exploration at Fireweed. Several mineralized zones on Fireweed have yet to be explored by Shamrock and these may become a focus of the next exploration season for the company.

Plen Dickson, a qualified person as defined by National Instrument 43-101 and director of the company, has reviewed and approved the contents of this press release.

About Shamrock: Shamrock Enterprises Inc. is a Canadian-based junior mining exploration company focused on the procurement, exploration and development of silver and other precious metal properties in North America. The Company's common shares are listed and posted for trading on the Canadian Securities Exchange ("CSE") under the symbol "SRS".

On behalf of the Board,

"Bob Faris"
CEO

For further information, please contact:

Shamrock Enterprises Inc.

Bob Faris, Chief Executive Officer

Phone: (604) 880-2121

*Neither the Canadian Securities Exchange nor its Regulation Services Provider
accepts responsibility for the adequacy or accuracy of this release.*

Statements included in this announcement, including statements concerning our plans, intentions and expectations, which are not historical in nature are intended to be, and are hereby identified as “forward-looking statements”. Forward looking statements may be identified by words including “anticipates”, “believes”, “intends”, “estimates”, “expects” and similar expressions. The Company cautions readers that forward-looking statements, including without limitation those relating to the Company’s future operations and business prospects, are subject to certain risks and uncertainties that could cause actual results to differ materially from those indicated in the forward-looking statements. Readers are advised to rely on their own evaluation of such risks and uncertainties and should not place undue reliance on forward-looking statements. Any forward-looking statements are made as of the date of this news release, and the Company assumes no obligation to update the forward-looking statements, except in accordance with the applicable laws.

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