

FORM 51-102F3
MATERIAL CHANGE REPORT
UNDER NATIONAL INSTRUMENT 51-102

Item 1. Name and Address of Company

SHAMROCK ENTERPRISES INC.
Suite 500, 666 Burrard Street
Vancouver, B.C. V6C3P6

Item 2. Date of Material Change

August 17, 2018

Item 3. News Release

News release was disseminated on August 16th, 2018 through newswire services and subsequently posted on the CSE at thecse.com and SEDAR with the securities commissions of British Columbia, Alberta, and Ontario.

Item 4. Summary of Material Change

The Company announces closing of the first tranche of its previously announced private placement.

Item 5. Full Description of Material Change

See schedule attached – press release on August 16, 2018

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

The following senior officer of the Company is knowledgeable about the material change and this report:

Bob Faris
Director and CEO
(604) 880-2121

Item 9. Date of Report

DATED as of August 17, 2018

SCHEDULE 1



SHAMROCK ENTERPRISES INC.

**News Release
CSE: SRS
August 16, 2018**

SHAMROCK ENTERPRISES INC. COMPLETES INITIAL EXPLORATION PROGRAM AT ITS PORTLAND PROJECT IN BRITISH COLUMBIA'S GOLDEN TRIANGLE

Shamrock Enterprises Inc. ("Shamrock" or the "Company"), has completed its Phase 1 exploration program at its Portland project, located in B.C.'s "Golden Triangle," approximately 20 km. north of Stewart, B.C. The property includes the Portland project claims, consisting of 14 contiguous mineral claims covering an area of 2,415.99 hectares (over 24 sq. km) and two separate mineral claims farther north, Kimball Lake and American Creek, covering a combined area of 359.41 hectares. The Project borders Pretivm Resources vast 1,250 square kilometer property on its southern border.

The first phase exploration program included field evaluation and sampling at the Kimball Lake and American Creek claims and field evaluation, mapping and systematic geochemical sampling at the Victor and Portland showings on the Portland claims.

On the American Creek claims, a total of 8 rock samples were collected, one of which contained semi-massive to massive pyrite in what appeared to be an intensely silicified sedimentary rock. Several epithermal quart-carbonate veins were also noted. At the Kimball Lake claims, a total of 7 rock samples and one stream sediment sample were collected.

Work at the Portland claim group included prospecting, mapping, rock, contour soil and stream sediment sampling. A total of 175 soil, 30 stream sediment and 13 rock samples covering the Victor and Portland mineral occurrences were collected. Several quartz veins (float in creek) collected in a drainage below location of the Portland mineral occurrence contained 7-10% pyrite and 1-2% chalcopyrite. The area is underlain by north-trending and steeply dipping bedded sedimentary rocks that contain ubiquitous, layer-parallel, iron carbonate quartz veins. Several intermediate dykes and sills up to 1.5m thick were also observed close to the Portland mineral occurrence. The company was unsuccessful during this program in locating the old underground workings at either of the Victor or Portland occurrences, which were apparently explored between 1909 and 1912.

Recommendations on the next phase exploration of the Portland group of claims will be made following a review of the assay samples from this initial program.

Shamrock is encouraged by results released recently by Pretivm from their nearby property. This follows an extensive 2 year exploration program which included the American Creek area, which lies within 2 km of the Portland claim group.

Pretivm stated that "Several gold and silver epithermal targets have been identified in the American Creek Zone located approximately 25 kilometers southeast of the Brucejack Mine. The American Creek valley is dominated by kilometer-scale north-south structures and localized east-west stockworks, which host elevated gold values of up to 62.5 grams of gold per tonne in rocks of the Lower Hazelton Group, Unuk River Formation, the same formation that hosts the Brucejack Mine. Geophysical conductors identified in the American Creek Zone are supported by coincident pathfinder minerals and trace elements associated with epithermal mineralization." (Ref- <http://www.pretivm.com/news/news-details/2017/Pretivm-Resources-Inc-Regional-Exploration-Update/default.aspx>)

Shamrock's Portland Project lies astride Hwy 37A, 22 km northeast of the town of Stewart. The property hosts two Minfile occurrences, the Portland prospect and the Victor showing. A map of the Portland Project claims is available on the Shamrock Enterprises website at <http://www.shamrockresources.com/index.php/projects>.

The Portland project claim blocks lie within the "Golden Triangle," one of the most significant mineral districts in British Columbia. Within this area major mineral deposits include Kerr-Sulphurets-Mitchell (KSM), Brucejack, Silbak Premier-Big Missouri, Eskay Creek and Red Mountain. All are hosted by volcanic and sedimentary rocks of the Lower Jurassic Hazelton Group and related intrusive rocks. All three claim blocks are underlain predominantly by volcanic and associated sedimentary rocks of the Hazelton Group, and similar rocks host the deposits at the aforementioned deposits, as well as numerous other historical gold and/or polymetallic showings throughout the Golden Triangle.

In addition, the Company announces closing of the first tranche of its previously announced private placement of \$26,950 for 539,000 Units offered at \$0.05 per Unit with each Unit being one common share and one-half Share purchase warrant at an exercise price of \$0.07 for a period of 2 years and \$31,500 flow through financing for 450,000 flow through Units offered at \$0.07 per Unit with each Unit being one common share and one-half Share purchase warrant at an exercise price of \$0.09 for a period of 2 years. The company continues to raise additional funds pursuant to the Private Placement announced May 9, 2018. The Company also announces that it has granted 750,000 options to a consultant of the company pursuant to the terms of the Company's Option agreement. The options are exercisable at a price of \$0.05 per share for a period of 2 years.

The contents of this news release have been reviewed and approved by Plen Dickson, P. Eng., a Qualified Person as defined in National Policy 43-101.

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.