

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

GeoNovus Minerals Corp.
(the "Company")
Suite 1220 - 789 West Pender Street
Vancouver, British Columbia V6C 1H2

Item 2 Date of Material Change

November 7, 2013

Item 3 Date of News Release

The Company disseminated the news release on November 7, 2013, via Stockwatch and filed it via SEDAR with the British Columbia, Alberta and Ontario Securities Commissions and the TSX Venture Exchange.

Item 4 Summary of Material Change

The Company has acquired claims that include the historic Shakespeare gold mine, located three kilometres northeast of Webbwood, Ontario. In consideration for the acquisition of the property, the Company will issue 1,500,000 shares of the Company to the vendor and incur \$300,000 in exploration expenditures over two years, plus grant a 2% net smelter returns royalty to the vendor of which the Company can purchase back 1% for \$2,000,000.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the Company's news release dated November 7, 2013, which is available at www.sedar.com.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Michael England, President, CEO and Director, (604) 683-3995
Email: englandcommunications@shaw.ca

Item 9 Date of Report

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 12th day of November, 2013.

GEONOVUS MINERALS CORP.

"Michael England"

Per: Michael England