

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

**ITEM 1. NAME AND ADDRESS OF COMPANY**

Gorilla Minerals Corp. (the "Issuer")  
1177 West Hastings Street, Suite 2000  
Vancouver, BC V6E 2K3

**ITEM 2. DATE OF MATERIAL CHANGE**

June 27, 2014

**ITEM 3. NEWS RELEASE**

Issued June 27, 2014 and disseminated through the facilities of Market News and Stockwatch.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

The Issuer announced a shares for debt transaction with certain insiders of he Issuer.

**ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE**

The Issuer announced that it entered into and closed debt settlement agreements with certain creditors, including directors and officers of the Issuer, to settle outstanding debts of the Issuer totalling \$65,000 by the issuance of 3,250,000 common shares of the Issuer at a deemed price of \$0.02 per share.

All securities issued in connection with the shares for debt transaction are subject to a prescribed four month hold and restricted trading period pursuant to applicable securities laws ending on October 28, 2014.

Pursuant to the completion of the shares for debt transaction between the Issuer and the creditors and pursuant to the early warning requirements of applicable legislation, three insiders each hold more than 10% of the issued and outstanding shares of the Issuer, as follows:

1. Mr. Scott Sheldon acquired 1,000,000 common shares adding to his current holdings of 375,000 shares for a total of 1,375,000 common shares, representing 30.4% of the issued and outstanding common shares of the Issuer. The common shares were acquired for investment purposes and the acquiror may acquire ownership of additional common shares of the Issuer;
2. Mr. Donald Sheldon acquired 1,000,000 common shares adding to his current holdings of 331,900 shares for a total of 1,331,900 common shares, representing 29.4% of the issued and outstanding common shares of the Issuer. The common shares were acquired for investment purposes and the acquiror may acquire ownership of additional common shares of the Issuer; and
3. Mr. Mark Curry acquired 1,000,000 common shares adding to his current holdings of 222,071 shares for a total of 1,222,071 common shares, representing

27% of the issued and outstanding common shares of the Issuer. The common shares were acquired for investment purposes and the acquiror may acquire ownership of additional common shares of the Issuer.

**ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

Not Applicable.

**ITEM 7. OMITTED INFORMATION**

There are no significant facts required to be disclosed herein which have been omitted.

**ITEM 8. EXECUTIVE OFFICER**

Contact: Scott Sheldon, President  
Telephone: (604) 725.1857

**ITEM 9. DATE OF REPORT**

June 30, 2014