

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

CNRP Mining Inc. (the “Company”)
422 Richards St, Suite 170
Vancouver, BC V6B 2Z4

Item 2. Date of Material Change

June 13, 2017.

Item 3. News Release

News Release dated June 13, 2017 was filed on SEDAR on June 14, 2017 and disseminated via Stockwatch on June 15, 2017.

Item 4. Summary of Material Change

The Company has closed the non-brokered private placement of units and has raised gross proceeds of \$1,036,437.50.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that it has closed its previously announced (see press release dated June 8, 2017) non-brokered private placement offering (the “Offering”).

In connection with the Offering, the Company issued 9,012,500 units (the “Units”) at a price of \$0.115 per Unit for gross proceeds of \$1,036,437.50. Each Unit was comprised of one common share in the capital of the Company (a “Share”) and three-quarters of one transferable common share purchase warrant (each whole warrant, a “Warrant”), with each Warrant exercisable into one additional Share at a price of \$0.15 until June 13, 2018. An aggregate of 6,759,375 Warrants were issued in connection with the Offering.

Other than certain securities being issued to consultants, all other securities issued in connection with the Offering are subject to a statutory hold period of four months plus a day from the date of issuance in accordance with applicable securities legislation expiring on October 14, 2017. The net proceeds from the Offering will be used for general corporate purposes.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Randy Clifford, Director
Telephone: 780 466-6006

Item 9. Date of Report

DATED at Vancouver, BC, this 18th day of July, 2017.