

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Corporation:

Creso Exploration Inc.
Suite 2750 – 600 de Maisonneuve West
Montréal, Québec
H3A 3J2

Item 2. Date of Material Change:

April 1, 2014

Item 3. News Release:

A press release was disseminated on April 2, 2014 through Canada Newswire.

Item 4. Summary of Material Change:

Dundee Sustainable Technologies Inc. (formerly Nichromet Extraction Inc., “**DSTI**”) and Creso Exploration Inc. (“**Amalco**”) jointly announced the completion of a three cornered amalgamation (the “**Amalgamation**”) between DSTI, 8704996 Canada Inc. (“**Subco**”), a wholly-owned subsidiary of DSTI, and Creso Exploration Inc. (“**Old Creso**”) whereby Old Creso and Subco amalgamated. Pursuant to the Amalgamation, the shareholders of Old Creso received one subordinate voting share of DSTI in exchange for every two common shares of Old Creso and DSTI received shares of Amalco. Holders of options and warrants of Creso received options and warrants, as applicable, of DSTI based upon the same exchange ratio.

The common shares of Old Creso have ceased to be listed on the Canadian Securities Exchange (“**CSE**”) and the subordinated voting shares of DSTI have commenced trading on the CSE under the symbol “DST” on April 8, 2014. Amalco will apply to cease to be a reporting issuer under applicable Canadian securities laws as soon as practicable.

Item 5. Full Description of Material Change:

Please see attached Schedule “A” for full text of the above noted press release.

Item 6. Reliance of Section 7.1(2) or (3) of National Instrument 51-102:

Not applicable.

Item 7. Omitted Information:

Not applicable.

Item 8. Executive Officer:

Luce Saint-Pierre, Secretary

Item 9. Date of Report:

April 2, 2014

Schedule "A"

NEWS RELEASE

Dundee Sustainable Technologies and Creso Complete Three Cornered Amalgamation

MONTREAL, QUEBEC, April 2, 2014 - Dundee Sustainable Technologies Inc. (formerly Nichromet Extraction Inc., "**DSTI**") and Creso Exploration Inc. ("**Amalco**") (CSE: **CXT**) jointly announced today that DSTI has successfully completed the three cornered amalgamation (the "**Amalgamation**") between DSTI, 8704996 Canada Inc. ("**Subco**"), a wholly-owned subsidiary of DSTI, and Creso Exploration Inc. ("**Old Creso**"), whereby Old Creso and Subco amalgamated. Pursuant to the Amalgamation, the shareholders of Old Creso received one subordinate voting share of DSTI in exchange for every two common shares of Old Creso and DSTI received shares of Amalco. Holders of options and warrants of Old Creso received options and warrants, as applicable, of DSTI based upon the same exchange ratio. To receive the consideration for the shares, options or warrants of Old Creso, holders of such securities must follow the instructions detailed in Creso's Notice of Special Meeting of Shareholders and Information Circular dated January 31, 2014, a copy of which is available at www.sedar.com under Creso's profile.

The common shares of Old Creso have ceased to be listed on the Canadian Securities Exchange ("**CSE**") and the subordinated voting shares of DSTI will commence trading on the CSE under the symbol "**DST**" on Tuesday, April 8, 2014. Amalco will apply to cease to be a reporting issuer under applicable Canadian securities laws as soon as practicable.

Forward-looking Statements

This press release contains forward-looking statements that address future events and conditions, which are subject to various risks and uncertainties. Forward-looking statements include, but are not limited to, statements with respect to: Creso ceasing to be a reporting issuer under applicable Canadian securities laws. Actual results could differ materially from those anticipated in such forward-looking statements as a result of numerous factors, some of which may be beyond the Company's control. These factors include: general market and industry conditions and other risks disclosed in the Company's filings with Canadian Securities Regulators, including those that will be contained in the Management Information Circular that has been prepared and filed in connection with the proposed Amalgamation.

Forward-looking statements are based on the expectations and opinions of the Company's management on the date the statements are made. The assumptions used in the preparation of such statements, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by applicable law.

Pierre Gauthier Chairman, President and CEO
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The Canadian Securities Exchange has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release.