

**Form 51-102F3**

**Item 1 Name and Address of Company**

KWG Resources Inc. (KWG or the Company)  
600 de Maisonneuve West  
Suite 2750  
Montreal, QC H3A 3J2

**Item 2 Date of Material Change**

June 23, 2015

**Item 3 News Release**

The news release was disseminated through the facilities of CNW Group on June 29, 2015.

**Item 4 Summary of Material Change**

On June 23, 2015, the Company exercised its options to acquire the remaining 50% of two United States provisional patent applications relating to the production of chromium by issuing 25 million units.

**Item 5 Full Description of Material Change**

5.1 Full Description of Material Change

Please see attached Schedule "A" for a full text of the press release of the Company dated June 29, 2015.

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**

Not applicable

**Item 8 Executive Officer**

The following is the name and business telephone number of an executive officer of the Company who is knowledgeable about the material change and this report.

Frank C. Smeenk  
President and Chief Executive Officer  
(416) 642-3575

**Item 9**

**Date of Report**

June 30, 2015

## PRESS RELEASE

No. 217

**KWG**

Symbol on CSE: **KWG**  
Shares issued and outstanding: **838,526,118**

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### **KWG ACQUIRES 100% OF CHROMIUM INTELLECTUAL PROPERTY**

Toronto, Canada, June 29, 2015 - **KWG Resources Inc. (CSE: KWG, Frankfurt: KWG6)** ("KWG") has now acquired one hundred percent of the ownership rights in two United States provisional patent applications relating to the production of chromium iron alloys directly from chromite ore, and the production of low carbon chromium iron alloys directly from chromite concentrates (the "**Chromium IP**") announced on April 21, 2014.

The vendor assigned its remaining fifty-percent interest in the Chromium IP in exchange for 25 million units of KWG (each, a "**Unit**"), with each Unit comprising one common share of KWG and one common share purchase warrant of KWG exercisable at a price of \$0.10 for 5 years from closing. The Chromium IP includes the right to use these provisional patent applications as the basis for filing additional patent applications in the United States, Canada and elsewhere worldwide.

*"With the support recently demonstrated by Minister Rickford and the scientists of Natural Resources Canada it became clear that owning all of this intellectual property now would put us into a better situation for further investment into testing and commercialization",* said KWG President Frank Smeenk. *"It was very encouraging to learn that our national government was so well-informed on the economic potential of the Ring of Fire chromite resources and the reduction technology that we are developing, in workshops held in Ottawa last week.*

**About KWG:**

KWG has a 30% interest in the Big Daddy chromite deposit and the right to earn 80% of the Black Horse chromite where resources are being defined. KWG also owns 100% of Canada Chrome Corporation which has staked claims and conducted a \$15 million surveying and soil testing program, originally for the engineering and construction of a railroad to the Ring of Fire from Aroland, Ontario. KWG subsequently acquired patent interests, including a method for the direct reduction of chromite to metalized iron and chrome using natural gas. The company has determined that the reduction method can be employed to metalize finely ground chromite which may be recovered from slurry delivered to Aroland in an underground pipeline constructed within the Canada Chrome claims.

For further information, please contact:  
Bruce Hodgman, Vice-President  
416-642-3575 ● [info@kwgresources.com](mailto:info@kwgresources.com)

**Cautionary Note Regarding Forward-Looking Statements:** *This Press Release contains or refers to "forward-looking information" within the meaning of applicable Canadian securities legislation. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects", "is expected", "budget", "estimates", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that*

*certain actions, events or results “may”, “could”, “would”, “might”, “occur” or “be achieved”. All information, other than information regarding historical fact that addresses activities, events or developments that KWG believes, expects or anticipates will or may occur in the future is forward-looking information. Forward-looking information contained in this Press Release is subject to a number of risks and uncertainties that may cause the actual results of KWG to differ materially from those discussed in the forward-looking information, and even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on, KWG. Should one or more of these risks and uncertainties, such as: the actual results of current exploration programs, the general risks associated with the mining industry, adverse changes in commodity prices, currency and interest rate fluctuations, increased competition and general economic and market factors, the risk that the new method of refining chromite ore into ferrochrome by means of natural gas that is the subject of the Chromium IP Transaction does not prove efficient or economical, the scope, likelihood of grant, enforceability, infringement, freedom to operate, and commercial value relating to the patent applications to be used to support the commercialization of the Chromium IP, the grant or approval of a patent on any invention disclosed in the patent applications relating to the commercialization of the Chromium IP, and any expected benefit of commercialization relating thereto occur, or should assumptions underlying the forward looking statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, or expected. We do not intend and do not assume any obligation to update these forward-looking statements, except as required by law. Shareholders are cautioned not to put undue reliance on such forward-looking statements.*