

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Squire Mining Ltd.
Suite 404 - 815 Hornby Street
Vancouver, British Columbia
V6Z 2E6
("Squire" or the "Company")

Item 2 Date of Material Change

July 20, 2017

Item 3 News Release

News release was disseminated on July 26, 2017 via Stockwatch and Market News.

Item 4 Summary of Material Change

Ore Capital Partners Ltd., a private British Columbia company, ("Ore Capital") and/or its assignees have been granted an option by certain directors and insiders of Squire, to acquire a total of 11,000,000 common shares of the Company (collectively the "Option Shares") for an aggregate purchase price of \$210,000 exercisable on or before December 31, 2017. The Option Shares represent approximately 50% of the current issued and outstanding shares of the Company and, if purchased, could result in the creation of Ore Capital as a control person of the Company.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The material change described in Item 4 is fully described in the Company's News Release of July 26, 2017 attached hereto and as filed on SEDAR.

5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable

Item 7 Omitted Information

Not applicable

Item 8 Executive Officer

Kevin Hanson, CFO at (604) 929-0900

Item 9 Date of Report

July 26, 2017

SQUIRE MINING LTD.

NOT FOR DISTRIBUTION TO UNITED STATES NEWS WIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

NEWS RELEASE

SQUIRE MINING ANNOUNCES SHARE OPTION AGREEMENT AND PRIVATE PLACEMENT FINANCING

VANCOUVER, B.C. – July 26, 2017 – **Squire Mining Ltd.** (“**Squire**” or the “**Company**”) (**CSE:SQR**) announces that certain directors and insiders of the Company have granted an option (the “**Share Purchase Option**”) to Ore Capital Partners Ltd., a private British Columbia company, (“**Ore Capital**”) and/or its assignees to acquire a total of 11,000,000 common shares of the Company (collectively the “**Option Shares**”) for an aggregate purchase price of \$210,000 exercisable on or before December 31, 2017. The Option Shares represent approximately 50% of the current issued and outstanding shares of the Company and, if purchased, could result in the creation of Ore Capital as a control person of the Company.

In conjunction with the granting of the Share Purchase Option, the Company also announces a non-brokered private placement financing of up to 8,000,000 units of the Company (the “**Units**”) at a price of \$0.06 per Unit for gross proceeds of up to \$480,000 (the “**Financing**”). Each Unit consists of one common share and one transferable share purchase warrant to purchase an additional common share at a price of \$0.08 for a period of two years. The net proceeds of the Financing will be used for, among other things, general corporate and working capital purposes and to investigate new business opportunities. Closing of the Financing is expected to take place on or before September 8, 2017 and the Company may pay finder’s fees in connection therewith in accordance with the policies of the Canadian Securities Exchange.

The Canadian Securities Exchange accepts no responsibility for the adequacy or accuracy of this release.

For further information contact: Kevin R. Hanson, Chief Financial Officer
Telephone: (604) 929-0900

This news release contains “forward-looking information”, as such term is defined under applicable securities legislation. The forward looking information includes statements about the Share Purchase Option, the Financing and the anticipated exercise and/or completion thereof, as applicable. Such forward looking information relates to future events or future performance and reflect management’s current expectations based on assumptions made by and information currently available to the Company. Readers are cautioned that such forward looking information is neither a promise nor guarantee, and is subject to risks and uncertainties that may cause future results to differ materially from those expected including, among others, risks and uncertainties relating to the successful completion of the Financing and the timing thereof, the actual use of the net proceeds of the Financing, the timing and exercise, if ever, of the Share Purchase Option by Ore Capital and/or its assignees, the ability of the Company to obtain additional financing, stock market volatility and general economic conditions. Accordingly, actual future events, conditions and results may differ materially from the estimates, beliefs, intentions and expectations expressed or implied in the forward-looking information. All of the forward-looking information contained in this news release is qualified by these cautionary statements and those in our continuous disclosure filings available on SEDAR at www.sedar.com. The forward-looking information is made as of the date hereof and the Company does not assume any obligation to update or revise it to reflect new events or circumstances save as required by applicable law.

THIS NEWS RELEASE, REQUIRED BY APPLICABLE CANADIAN LAWS, IS NOT FOR DISTRIBUTION TO U.S. NEWS SERVICES OR FOR DISSEMINATION IN THE UNITED STATES, AND DOES NOT CONSTITUTE AN OFFER TO SELL SECURITIES AND THE COMPANY IS NOT SOLICITING AN OFFER TO BUY THE SECURITIES DESCRIBED HEREIN. THESE SECURITIES HAVE NOT BEEN REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED, OR ANY STATE SECURITIES LAWS, AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES OR TO U.S. PERSONS UNLESS REGISTERED OR EXEMPT THEREFROM.